

KRAMER LEVIN NAFTALIS & FRANKEL LLP

Kenneth H. Eckstein

Rachael Ringer

Caroline F. Gange

1177 Avenue of the Americas

New York, New York 10036

Telephone: (212) 715-9100

Facsimile: (212) 715-8000

*Counsel to the Ad Hoc Committee of
Governmental and Other Contingent Litigation Claimants*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : **Chapter 11**
:
PURDUE PHARMA L.P., et al., : **Case No. 19-23649 (RDD)**
:
Debtors.¹ :
:
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**NINTH INTERIM APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL
LLP, AS CO-COUNSEL TO THE AD HOC COMMITTEE OF GOVERNMENTAL
AND OTHER CONTINGENT LITIGATION CLAIMANTS, FOR ALLOWANCE OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND FOR
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED
FOR THE PERIOD FROM MAY 1, 2022 THROUGH AUGUST 31, 2022**

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Name of Applicant	Kramer Levin Naftalis & Frankel LLP
Authorized to Provide Professional Services to:	Ad Hoc Committee of Governmental and Other Contingent Litigation Claimants
Date of Order Approving Debtors' Payment of Fees and Expenses of Applicant:	December 2, 2019
Interim Fee Period:	May 1, 2022 through and including August 31, 2022
Fees Requested for this Interim Fee Period:	\$599,076.00
Expenses Requested for this Interim Fee Period:	\$263,157.10 ²
Total Amount Requested for this Interim Fee Period:	\$862,233.10
Less Amount Paid to Date for this Interim Fee Period:	\$0.00
Net Amount to be Paid for this Interim Fee Period (100% for May, June, July, and August):	\$862,233.10
Blended Rate in this Application for All Attorneys:	\$1,380.00
Blended Rate in this Application for All Timekeepers:	\$1,342.00
Number of Professionals Included in this Application:	18
Number of Professionals Billing Fewer than 15 Hours to the Case During this Period:	11
If applicable, number of professionals in this application not included in staffing plans:	N/A
If applicable, difference between fees budgeted and compensation sought for this period:	Fees incurred were \$4,400,924.00 less than budgeted fees for this period.
Any rate increases during the Ninth Interim Fee Period?	No
This is a(n): ___ monthly <u> X </u> interim application ___ final application	

² Includes fees incurred by the firm formerly known as Robbins Russell (which has since been acquired by Kramer Levin) for earlier periods dating back to December 2021, as discussed further below.

SUMMARY OF FEE STATEMENTS SUBJECT TO INTERIM PERIOD

<i>Application</i>	<i>Total Compensation and Expenses Incurred for Period Covered</i>			<i>Total Amount Requested in Fee Statements</i>		<i>Total Unpaid</i>
Date Filed/Docket No.	Period Covered	Total Fees	Expenses	Fees (80%)	Expenses (100%)	Fees and Expenses
7/21/2022 [Dkt. No. 4974]	5/1/2022- 5/31/2022	\$76,927.00	\$8,816.90	\$61,541.60	\$8,816.90	\$85,743.90
9/15/2022 [Dkt. No. 5077]	6/1/2022- 6/30/2022	\$208,743.50	\$249,634.78	\$166,994.80	\$249,634.78	\$458,378.28
9/27/2022 [Dkt. No. 5098]	7/1/2022- 7/31/2022	\$174,755.00	\$2,219.99	\$139,804.00	\$2,219.99	\$176,974.99
10/17/2022 [Dkt. No. 5162]	8/1/2022- 8/31/2022	\$138,650.50	\$2,485.43	\$110,920.40	\$2,485.43	\$141,135.93
Totals:		\$599,076.00	\$263,157.10	\$479,260.80	\$263,157.10	\$862,233.10

SUMMARY OF PRIOR INTERIM FEE APPLICATIONS

Date Filed/Docket No.	Period Covered	Fees Requested	Expenses Requested	Fees Paid	Expenses Paid	Order
3/16/2020 [Dkt. No. 957]	9/16/2019- 1/31/2020 First Interim Period ³	\$2,635,092.25	\$47,449.28	\$2,616,629.54	\$47,449.28	Dkt. Nos. 1159 & 1306
7/20/2020 [Dkt. No. 1459]	2/1/2020- 5/31/2020 Second Interim Period ⁴	\$1,568,914.50	\$92,717.65	\$1,556,969.50	\$92,697.65	Dkt. No. 1649
11/17/2020 [Dkt. No. 1996]	6/1/2020- 9/30/2020 Third Interim Period ⁵	\$1,698,836.50	\$69,971.34	\$1,668,836.50	\$69,971.34	Dkt. Nos. 2144 & 2353
3/17/2021 [Dkt. No. 2529]	10/1/2020- 1/31/2021 Fourth Interim Period and	\$3,818,924.65	\$60,444.15	\$3,818,924.50	\$60,444.15	Dkt. No. 2698

³ At the request of the fee examiner, Applicant agreed to a reduction of \$18,462.71 in fees and expenses.

⁴ At the request of the fee examiner, Applicant agreed to a reduction of \$11,965.00 in fees and expenses.

⁵ At the request of the fee examiner, Applicant agreed to a reduction of \$30,000.00 in fees and expenses.

	Allocation Fees ⁶					
7/15/2021 [Dkt. No. 3234]	2/1/2020- 5/31/2021 Fifth Interim Period ⁷	\$3,922,853.00	\$14,335.04	\$3,891,992.00	\$14,335.04	Dkt. No. 3603
11/15/2021 [Dkt. No. 4142]	2/1/2020- 5/31/2021 Sixth Interim Period ⁸	\$5,651,625.50	\$61,624.84	\$5,626,625.50	\$61,624.84	Dkt. No. 4237
3/17/2022 [Dkt No. 4562]	10/1/2021- 1/31/2022 Seventh Interim Period ⁹	\$3,832,741.50	\$67,611.02	\$3,805,708.50	\$67,562.01	Dkt. No. 4716
5/16/2022 [Dkt No. 4841]	2/1/2022- 4/30/2022 Eighth Interim Period	\$1,578,687.50	\$22,132.43	\$1,578,687.50	\$22,132.43	Dkt. No. 4927

⁶ At the request of the fee examiner, Applicant agreed to a reduction of \$30,000 in fees. The Fourth Interim Fee Application also requested payment of \$1,585,682.00 in separate fees incurred from October 11, 2019 through and including September 30, 2020 relating to allocation of value among the Debtors' creditors ("**Allocation Fees**"). Allocation Fees were separately approved by the Court on December 22, 2020 with the entry of the *Second Supplemental Order Authorizing the Debtors to Assume the Reimbursement Agreement and Pay the Fees and Expenses of the Ad Hoc Committee's Professionals* [Docket No. 2190].

⁷ At the request of the fee examiner, Applicant agreed to a reduction of \$30,861.00 in fees.

⁸ At the request of the fee examiner, Applicant agreed to a reduction of \$25,000.00 in fees.

⁹ At the request of the fee examiner, Applicant agreed to a reduction of \$27,082.01 in fees and expenses.

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Rachael Ringer

Caroline F. Gange

1177 Avenue of the Americas

New York, New York 10036

Telephone: (212) 715-9100

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**UNITED STATES BANKRUPTCY COURT
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In re:	: Chapter 11
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Debtors.¹	:
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LLP, AS CO-COUNSEL TO THE AD HOC COMMITTEE, FOR ALLOWANCE
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REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED
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TO: THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE:

Kramer Levin Naftalis & Frankel LLP (the “**Applicant**” or “**Kramer Levin**”), co-counsel to the Ad Hoc Committee of Governmental and Other Contingent Litigation Claimants (the “**Ad Hoc Committee**”) of the above-captioned debtors and debtors-in-possession (the “**Debtors**”) in these Chapter 11 Cases, hereby submits its Ninth Interim Application (the “**Application**”) for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred for the Period from May 1, 2022 through August 31, 2022 (the “**Ninth Interim Fee Period**”), pursuant to title 11 of the United States Code (the “**Bankruptcy Code**”) Sections 330(a) and 331, the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) Rule 2016, and the Local Bankruptcy Rules for the Southern District of New York (the “**Local Bankruptcy Rules**”) Rule 2016-1, for the interim allowance of compensation for the professional services performed by Kramer Levin for and on behalf of the Ad Hoc Committee and reimbursement of its actual and necessary expenses for the Ninth Interim Fee Period. In support of the Application, Kramer Levin respectfully represents as follows:

JURISDICTION

1. The United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334.

2. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

PRELIMINARY STATEMENT

3. During the Ninth Interim Fee Period, Kramer Levin continued to actively represent the Ad Hoc Committee in all aspects of these Chapter 11 Cases. However, Kramer Levin

significantly reduced its work as the Ad Hoc Committee continues to await a ruling by the Second Circuit in connection with the appeals of the District Court's order the ("**District Court Order**") vacating the Bankruptcy Court's order confirming the chapter 11 plan (the "**Confirmation Order**"). The Ad Hoc Committee's efforts were largely focused on developing a strategy and preparing next steps to address the potential Second Circuit rulings and their implications.

4. In addition, Kramer Levin worked diligently to ensure that the Ad Hoc Committee and its professionals were appropriately informed of all case updates through: (i) monitoring the filings, pleadings, and other developments in the Chapter 11 Cases to ensure the Ad Hoc Committee was up-to-date on the status of the case; (ii) hosting Ad Hoc Committee and working group calls and disseminating extensive and detailed e-mail reports and other correspondence with the Ad Hoc Committee; and (iii) addressing the questions of Ad Hoc Committee members (and other similarly-aligned parties) inquiring about the status and disposition of the case.

5. Accordingly, Kramer Levin respectfully submits that its services during the Ninth Interim Fee Period warrant approval of its requested fees and expenses.

**SUMMARY OF PROFESSIONAL COMPENSATION
AND REIMBURSEMENT OF EXPENSES REQUESTED**

6. This Application has been prepared in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on January 23, 2013 (the "**Local Guidelines**"), as amended, and the United States Trustee for the Southern District of New York (the "**UST**") Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the "**UST Guidelines**"), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 529] (the "**Interim Compensation Order**," collectively with the Local Guidelines and UST

Guidelines, the “**Guidelines**”), the *Order Authorizing the Debtors to Assume the Reimbursement Agreement and Pay the Fees and Expenses of the Ad Hoc Committee’s Professionals* [Docket No. 553] (the “**Fee Assumption Order**”). Pursuant to the Local Guidelines, a certification of Kenneth H. Eckstein regarding compliance with the same is attached as **Exhibit A** hereto.

7. Kramer Levin seeks the interim allowance of fees for professional services rendered during the Ninth Interim Fee Period in the aggregate amount of \$599,076.00 (the “**Ninth Interim Fees**”) and reimbursement of expenses incurred in connection with the rendition of those services in the aggregate amount of \$263,157.10 (the “**Ninth Interim Expenses**”). Kramer Levin’s attorneys and paraprofessionals expended a total of approximately 446.40 hours for which compensation is requested.

8. There is no agreement or understanding between Kramer Levin and any other person, other than members of Kramer Levin, for the sharing of compensation to be received for services rendered in these Chapter 11 Cases.

9. The fees charged by Kramer Levin in these Chapter 11 Cases are billed in accordance with its existing billing rates in effect during the Ninth Interim Fee Period.

10. During the course of these Chapter 11 Cases, Kramer Levin exercised its billing discretion and, as discussed in more detail below, voluntarily wrote off certain fees and expenses. Kramer Levin’s decision to apply these write-offs of fees and expenses has resulted in savings to the estates during this Ninth Interim Fee Period of \$855.74.

11. Kramer Levin’s rates for the services rendered by its professionals and paraprofessionals in these Chapter 11 Cases are the same rates that Kramer Levin charges for such professional and paraprofessional services rendered in comparable non-bankruptcy matters. Such

fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable non-bankruptcy cases in a competitive national legal market.

12. Pursuant to the UST Guidelines, annexed hereto as **Exhibit B** is a schedule setting forth all professionals and paraprofessionals employed by Kramer Levin who have performed services in these Chapter 11 Cases during the Ninth Interim Fee Period, the capacities in which each such individual is employed by Kramer Levin, the department in which each individual practices, the year in which the individual was licensed to practice law in the state of New York, the hourly billing rate charged by Kramer Levin for services performed by such individual, and the aggregate number of hours expended and fees billed.

13. Annexed hereto as **Exhibit C** is a schedule specifying the categories of expenses for which Kramer Levin is seeking reimbursement and the total amount for each such expense category. Annexed hereto as **Exhibit D** is Kramer Levin's detail of disbursements and expenses and a schedule specifying the categories of expenses for which Kramer Levin is seeking reimbursement and the total amount for each expense category for the Ninth Interim Fee Period.

14. Annexed hereto as **Exhibit E** is a schedule of fees and expenses in connection with appellate consulting services. In December 2021, the Ad Hoc Committee retained appellate specialists, Robbins, Russell, Englert, Orseck & Untereiner LLP ("**Robbins Russell**"), to assist the Ad Hoc Committee in all aspects of the appeal before the Second Circuit. Among other things, Robbins Russell assisted the Ad Hoc Committee in evaluating the District Court's order vacating the Bankruptcy Court's confirmation order and in drafting its appellant opening brief and reply brief in the Second Circuit. On April 1, 2022, Kramer Levin acquired Robbins Russell. Robbins Russell's fees and expenses in Ninth Interim Fee Period reflect fees and expenses incurred prior to the merger.

15. Pursuant to the UST Guidelines, annexed hereto as **Exhibit F** is a summary of Kramer Levin's time billed during the Ninth Interim Fee Period, broken down by project categories as hereinafter described.

16. Kramer Levin maintains computerized records of the time spent by all of Kramer Levin's attorneys and paraprofessionals in connection with its representation of the Ad Hoc Committee. These records were used to prepare detailed time descriptions in accordance with the UST Guidelines and organized by project codes. These detailed time records, along with the detailed listings of the expenses incurred in connection with the services rendered, were submitted to the Court (with notice given in accordance with the Interim Compensation Order and Fee Assumption Order) as part of the Monthly Fee Statements (defined below). Copies of the final detailed time records and expenses for the Ninth Interim Fee Period are being provided herewith to the Court and the Notice Parties, and are attached hereto as **Exhibit G**.

17. Since the commencement of these Chapter 11 Cases, Kramer Levin has provided the Court with a Monthly Fee Statement for each month for which compensation was sought pursuant to the Interim Compensation Order established in these Chapter 11 Cases. During the Ninth Interim Fee Period, Kramer Levin provided the appropriate Court with the following monthly fee statements:

- a. For May 1, 2022 through and including May 31, 2022, fees of \$76,927.00 and expenses of \$8,816.90 (the "**May Fee Statement**");
- b. For June 1, 2022 through and including June 30, 2022, fees of \$208,743.50 and expenses of \$249,634.78 (the "**June Fee Statement**");
- c. For July 1, 2022 through and including July 31, 2022, fees of \$174,755.00 and expenses of \$2,219.99 (the "**July Fee Statement**"; and

d. For August 1, 2022 through and including August 31, 2022, fees of \$138,650.50 and expenses of \$2,485.43 (the "**August Fee Statement**," collectively with the May Fee Statement, the June Fee Statement, and the July Fee Statement, the "**Monthly Fee Statements**").

18. In total, Kramer Levin has submitted Monthly Fee Statements during the Ninth Interim Fee Period for fees of \$599,076.00 and expenses of \$263,157.10. As of the date of this Application, no notice party has objected to the Monthly Fee Statements.

19. Prior to the service of each Monthly Fee Statement, Kramer Levin conducted an internal review of fees and expenses incurred during that month. As a result of such review, Kramer Levin wrote off a total of \$385.00 in fees and 470.74 in expenses. The Monthly Fee Statements reflected the reduced amount after write-offs. Accordingly, Kramer Levin hereby seeks allowance of fees incurred for the Ninth Interim Fee Period in the amount of \$599,076.00, and the reimbursement of actual and necessary expenses incurred for the Ninth Interim Fee Period in the amount of \$263,157.10.

20. In accordance with the Interim Compensation Order, Kramer Levin sought payment of 80% of its fees and 100% of its expenses incurred, pursuant to each Fee Statement filed with the Court.

21. In total, therefore, pursuant to this Application, Kramer Levin respectfully requests that the Court enter an order awarding Kramer Levin, on an interim basis, fees in an aggregate amount of \$599,076.00 and the reimbursement of actual and necessary expenses Kramer Levin incurred during the Ninth Interim Fee Period in the aggregate amount of \$263,157.10. Kramer Levin requests payment of 20% of its fees that have been held back for the Fee Statements.

22. To the extent that time or disbursement charges for services rendered or expenses incurred relate to the Ninth Interim Fee Period, but were not processed prior to the preparation of this Application, Kramer Levin reserves the right to request compensation for such services and reimbursement of such expenses in a future application.

23. A budget and staffing plan for the Ninth Interim Fee Period is attached hereto as **Exhibit H**, which includes a comparison to actual amounts.²

24. Kramer Levin's rates in these Chapter 11 Cases are consistent with the rates charged by Kramer Levin to its non-bankruptcy clients. These rates are similar to the customary compensation charged by comparably skilled practitioners in comparable non-bankruptcy and bankruptcy cases in a competitive national legal market. Pursuant to the U.S. Trustee Guidelines, **Exhibit I** discloses the blended hourly rates for all non-bankruptcy timekeepers in the New York office of Kramer Levin and the blended hourly rates for timekeepers who billed to the Committee during the Ninth Interim Fee Period.

25. Prior to filing this Application, Kramer Levin provided the Ad Hoc Committee with a copy of the Application.

BACKGROUND

26. On September 15, 2019, the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to Bankruptcy Code Sections 1107 and 1108.

² A non-itemized monthly budget was provided to the Debtors for the period covered by this Application. An itemized budget is included with this Application for convenience. The fees sought in this Application are not, in the aggregate, more than 10% higher as compared to the non-itemized budget.

27. The Ad Hoc Committee consists of (i) ten States, (ii) the PEC, (iii) six political subdivisions of States, and (iv) one federally recognized American Indian tribe, as identified in the verified statement filed pursuant to Bankruptcy Rule 2019 at Docket Number 279.

28. The Ad Hoc Committee is represented in these bankruptcy cases by the following counsel: (i) Kramer Levin Naftalis & Frankel LLP, as lead bankruptcy counsel; (ii) Brown Rudnick LLP, as coordinating counsel for the non-state members of the Ad Hoc Committee, including the PEC; (iii) Otterbourg P.C., as coordinating counsel for the state members of the Ad Hoc Committee; and (iv) Gilbert LLP, as mass tort, deal and insurance counsel. In addition, the Ad Hoc Committee has retained financial professionals to assist in, among other things, conducting diligence relating to the Settlement Term Sheet, and evaluating and structuring the complex sale and M&A transactions for the Sackler assets.

29. On October 29, 2019, the Debtors filed the *Motion to Assume the Prepetition Reimbursement Agreement with the Ad Hoc Committee, and to Pay the Fees and Expenses of the Ad Hoc Committee's Professionals* [Docket No. 394] (the “**Fee Assumption Motion**”).

30. On December 2, 2019, the Court granted the Fee Assumption Motion by entering the Fee Assumption Order.

SUMMARY OF LEGAL SERVICES RENDERED

31. During the Ninth Interim Fee Period, the Ad Hoc Committee worked with other case constituencies to strategize and address issues currently on appeal before the Second Circuit. The following summary is not a detailed description of the work performed, as the day-to-day services and the time expended in performing such services are fully set forth in **Exhibit G**. Rather, the following summary highlights certain areas in which services were rendered to the Ad Hoc Committee and identifies some of the issues to which Kramer Levin devoted significant time and effort during the Ninth Interim Fee Period.

32. The summary is divided according to the project billing codes, which were created by Kramer Levin (in coordination with the other professionals for the Ad Hoc Committee) to best reflect the categories of tasks that it was required to perform in connection with these Chapter 11 Cases. Nevertheless, given the interconnectedness of the issues in these Chapter 11 Cases, certain of these categories may overlap with others.³

A. Business Operations
Billing Code: 00003
(Fees: \$62,004.50 / Hours Billed: 43.20)

33. During the Ninth Interim Fee Period, Kramer Levin continued working with its financial advisors to, among other things, evaluate certain of the Debtors' requests for relief, including the proposed 2022 key employee incentive plan and key employee retention plan. The analysis provided by Kramer Levin was necessary to the Ad Hoc Committee in deciding its best course of action in regard to these proposals.

C. Case Administration
Billing Code: 00004
(Fees: \$240.00 / Hours Billed: 0.50)

34. During the Ninth Interim Fee Period, Kramer Levin was required to perform discrete administrative tasks necessary to assist the Ad Hoc Committee and its professionals in functioning efficiently, including, but not limited to: maintaining work-in-progress reports and work streams; internal organizational meetings and organizational meetings among professionals; monitoring calendars of critical dates; preparing materials for internal distribution; coordinating conferences and meetings with Ad Hoc Committee professionals; obtaining filed pleadings and maintaining case folders of the same; and routine communications and correspondences.

³ The fees and hours for each matter listed below reflect the voluntary write-offs and reductions of the Monthly Fee Statements discussed above.

D. Employment and Fee Applications
Billing Code: 00006
(Fees: \$30,544.00 / Hours Billed: 38.30)

35. In the course of the Ninth Interim Fee Period, Kramer Levin prepared, filed and served several monthly fee statements, and reviewed and coordinated the monthly fee statements of other Ad Hoc Committee professionals filed in these Chapter 11 Cases.

36. This matter also includes time spent reviewing Kramer Levin's and other Ad Hoc Committee professionals' monthly invoices for compliance with UST Guidelines and for privilege and confidentiality concerns, and coordinating filing of such invoices with the Bankruptcy Court.

E. Emergency Financing
Billing Code: 00007
(Fees: \$1,853.50 / Hours Billed: 1.10)

37. During the Ninth Interim Fee Period, Kramer Levin performed limited tasks with its financial advisors related to financial projections.

F. Litigation
Billing Code: 00008
(Fees: \$79,015.00 / Hours Billed: 61.70)

38. Kramer Levin's fees in this category during the Ninth Interim Fee Period include, but are not limited to, evaluating a strategy to address issues currently on appeal before the Second Circuit. Among other things, Kramer Levin analyzed the potential outcomes of the Second Circuit's decision, and researched and evaluated next steps under each scenario.

G. Meetings and Communications with Ad Hoc Committee & Creditors
Billing Code: 00009
(Fees: \$85,426.50 / Hours Billed: 59.40)

39. During the Ninth Interim Fee Period, the Ad Hoc Committee often held calls with the full Ad Hoc Committee or a subset thereof once a week (if not more often when the exigencies of the case required). The general purpose of these meetings was to keep the Ad Hoc Committee informed of developments and current issues in these Chapter 11 Cases, and to discuss, analyze,

and vote on Ad Hoc Committee positions with respect to matters requiring their input. Ad Hoc Committee meetings required preparation by Kramer Levin professionals and other Ad Hoc Committee professionals and often included multiple agenda items.

40. Kramer Levin coordinated with the Ad Hoc Committee's other professionals on these meetings, on tasks including drafting and setting agendas and preparing and reviewing materials.

41. Ad Hoc Committee meetings also often required internal pre-meeting and post-meeting conferences among the professionals to prepare for Ad Hoc Committee calls and/or to discuss follow-up items that arose on such calls. Frequently, due to the number and complexity of items on the agenda for a given meeting, the participation of multiple professionals (including from multiple legal fields) was necessary to ensure that Kramer Levin could be responsive to members' questions as they arose.

42. In addition, Kramer Levin provided the Ad Hoc Committee with frequent detailed e-mail updates of recently filed pleadings, case issues and negotiations, and other items relevant to the Chapter 11 Cases.

H. Plan and Disclosure Statement

Billing Code: 00011

(Fees: \$339,992.50 / Hours Billed: 242.20)

43. During the Ninth Interim Fee Period, Kramer Levin worked to address issues currently on appeal before the Second Circuit with respect to the chapter 11 plan. To minimize delays following the Second Circuit's decision, Kramer Levin evaluated paths forward on a chapter 11 plan under various Second Circuit outcomes. Kramer Levin also had frequent discussions with the Debtors and the Creditors' Committee, as well as other key constituencies, in an effort to strategize and address issues currently on appeal.

44. Additionally, Kramer Levin's corporate team continued to analyze and negotiate open documents in connection with the Shareholder Settlement Agreement. Kramer Levin attorneys also participated in several meetings and calls with other Ad Hoc Committee professionals, the Debtors, and other parties in interest with respect to the tax matters agreement governing the post-emergence trusts and other entities.

STATEMENT OF KRAMER LEVIN

45. The foregoing professional services performed by Kramer Levin were appropriate and necessary. The professional services were in the best interests of the Ad Hoc Committee, the Debtors' estates and other parties-in-interest. Compensation for the foregoing professional services as requested is commensurate with the complexity, importance and nature of the problems, issues or tasks involved. The professional services were performed in an appropriately expeditious and efficient manner.

46. The majority of the services performed by Kramer Levin were rendered by Kramer Levin's Corporate Restructuring and Bankruptcy Group. Kramer Levin has a prominent practice in this area and enjoys a national reputation for its expertise in financial reorganizations and restructurings. The attorneys at Kramer Levin have substantial experience representing creditor groups in many chapter 11 cases. In addition, due to the facts and circumstances of these Chapter 11 Cases, attorneys from Kramer Levin's corporate practice group, as well as attorneys in other specialized areas as necessary, were involved with Kramer Levin's representation of the Ad Hoc Committee. Overall, Kramer Levin brings a particularly high level of skill and knowledge which has inured to the benefit of the Ad Hoc Committee in this case.

47. The professional services performed by Kramer Levin on behalf of the Committee during the Ninth Interim Fee Period required an aggregate expenditure of approximately 446.40

recorded hours by Kramer Levin's members, counsel, associates and paraprofessionals. Of the aggregate time expended, 290.70 recorded hours were expended by partners and counsel of Kramer Levin, 136.90 recorded hours were expended by associates, and 18.80 recorded hours were expended by paraprofessionals of Kramer Levin.

48. During the Ninth Interim Fee Period, Kramer Levin's hourly billing rates for attorneys ranged from \$785 to \$1,685 per hour. Allowance of compensation in the amount requested would result in a blended hourly billing rate for attorneys of approximately \$1,380.00 per hour (based upon 427.60 recorded hours for professionals at Kramer Levin's regular billing rates in effect at the time of the performance of professional services), and a total blended hourly billing rate for Kramer Levin's paraprofessionals of \$480.00 per hour (based upon 18.80 recorded hours for paraprofessionals at Kramer Levin's regular billing rates in effect at the time of the performance of the services).

49. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable bankruptcy cases in a competitive national legal market. As noted, attached hereto in **Exhibit B** is a schedule listing each Kramer Levin professional and paraprofessional who performed services in these Chapter 11 Cases during the Ninth Interim Fee Period, the hourly rate charged by Kramer Levin for services performed by each individual, and the aggregate number of hours and charges by each individual. Kramer Levin provided a copy of the Application to the Ad Hoc Committee prior to filing the Application and received no objection to its filing.

ACTUAL AND NECESSARY EXPENSES OF KRAMER LEVIN

50. As set forth in **Exhibit C** hereto, Kramer Levin has disbursed \$263,157.10 as expenses incurred in providing professional services during the Ninth Interim Fee Period.

Pursuant to Kramer Levin's policies (which we believe are comparable to those of other New York City law firms), Kramer Levin has (and will continue) to pay certain expenses of professionals who work past 8:00 p.m. and on weekends and holidays in the service of its clients, and/or for business travel, including to and from Court hearings or remote meetings. These expenses include meal charges and car fares. Consistent with the U.S. Trustee Guidelines, Kramer Levin has also voluntarily reduced its request for reimbursement for late-working professionals' meal charges to \$20 per meal to the extent that such meal charges were in excess of this limit.

51. With respect to photocopying expenses, Kramer Levin charged \$0.10 per page. Kramer Levin does not charge for facsimile transmissions, other than the cost of long distance facsimiles at applicable toll charge rates, which invariably are less than \$1.25 per page, as permitted by the Guidelines. Each of these categories of expenses falls below the maximum rates set by the Guidelines. These charges are intended to cover Kramer Levin's direct operating costs, which costs are not incorporated into Kramer Levin's hourly billing rates. Only clients who actually use services of the types set forth in **Exhibit C** are separately charged for such services.

52. In addition, due to the locations of Ad Hoc Committee members, long-distance telephone calls were often required. These disbursements are not included in Kramer Levin's overhead for the purpose of setting billing rates.

53. Kramer Levin has made every effort to minimize its disbursements in these cases. The actual expenses incurred in providing professional services were absolutely necessary, reasonable, economical, and justified under the circumstances to enable Kramer Levin to serve the needs of the Ad Hoc Committee.

54. The members of the Ad Hoc Committee also incurred certain expenses in the performance of their duties as members of the Ad Hoc Committee. This Application seeks

allowance of these necessary disbursements by the Ad Hoc Committee members, in accordance with the terms of the Fee Assumption Order.

THE REQUESTED COMPENSATION SHOULD BE ALLOWED

55. The Fee Assumption Order provides that Kramer Levin's reasonable and documented fees and expenses shall be subject, *mutatis mutandis*, to the procedures with respect to the authorization of payment of the fees and expenses of the professionals of the Debtors and the UCC as set forth in the Interim Compensation Order. Therefore, while this Application is not strictly subject to sections 331 and 330 of the Bankruptcy Code, we are guided by such provisions in making this Application. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of 11 U.S.C. § 330 to govern the Bankruptcy Court's award of such compensation.

56. Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . , the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and

(F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

57. Here, Kramer Levin respectfully submits that the services for which it seeks compensation in this Application were, at the time rendered, believed to be necessary for, beneficial to, and in the best interests of, the Ad Hoc Committee. Kramer Levin further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Ad Hoc Committee. The services rendered by Kramer Levin were consistently performed in a timely and efficient manner commensurate with the complexity, importance, and nature of the issues involved. Kramer Levin respectfully submits that approval of the compensation sought herein is warranted.

STATEMENT PURSUANT TO APPENDIX B OF THE GUIDELINES

58. The following is provided in response to the request for additional information set forth in the Guidelines.

- a) Kramer Levin seeks reimbursement of fees and expenses that are permissible under the relevant rules, court orders, and Bankruptcy Code provisions. In addition, Kramer Levin provided voluntary write-offs of both fees and expenses during the Ninth Interim Fee Period in its discretion.
- b) The fees and expenses sought in the Application are billed at rates customarily employed by Kramer Levin, and generally accepted by Kramer Levin's clients. None of the professionals seeking compensation in the Application varied their hourly rate based on the geographic location of the Debtors' cases.
- c) For the Ninth Interim Fee Period, Kramer Levin is not seeking fees that exceed, in the aggregate, non-itemized budgeted amounts for that period by more than 10%.
- d) This Application includes certain time (and fees) related to preparing, reviewing, or revising fee statements to comply with the local bankruptcy rules and U.S. Trustee guidelines. These fees are reflected in a portion of the amount requested in billing code number 6, Employment and Fee Applications (which matter also includes time spent by Kramer Levin reviewing other professionals'

employment and fee applications and reviewing time records to redact or address privileged or other confidential information). Such time was necessary in order to comply with applicable guidelines and the Interim Compensation Order and to file monthly fee applications (which is a distinct requirement in bankruptcy matters).

- e) In connection with the preparation of its monthly invoices, Kramer Levin reviewed its monthly invoices at the time that they were filed for privilege and confidentiality. The Application includes fees incurred in conducting that review.
- f) This Application includes three rate increases since Kramer Levin's retention. On March 16, 2020, March 17, 2021, and March 17 2022, respectively, Kramer Levin filed its Fourth, Sixteenth, and Twenty-Eighth Monthly Fee Statements where it disclosed that it had increased hourly rates charged by professionals as of January 1, 2020, January 1, 2021, and January 1, 2022, respectively, in accordance with its annual review process.

NOTICE

Notice of this Application has been provided in accordance with the Guidelines and the Interim Compensation Order. Because of the nature of the relief requested, the Ad Hoc Committee submits that such notice is sufficient and that no further notice of the relief requested in the Application need be given to any party.

CONCLUSION

WHEREFORE, Kramer Levin respectfully requests that the Bankruptcy Court enter an order: (i) authorizing the Debtors to pay the entirety of the unpaid balance of all approved fees for the Ninth Interim Period (including holdback amounts) and (ii) granting such other relief as is just and proper.

Dated: New York, New York
October 17, 2022

Respectfully submitted,

By: /s/ Kenneth H. Eckstein

Kenneth H. Eckstein
Rachael Ringer
Caroline F. Gange
**KRAMER LEVIN NAFTALIS &
FRANKEL LLP**
1177 Avenue of the Americas
New York, New York 10036
Telephone: (212) 715-9100
Fax: (212) 715-8000
Emails: keckstein@kramerlevin.com
rringer@kramerlevin.com
cgange@kramerlevin.com

*Counsel to the Ad Hoc Committee of
Governmental and Other Contingent Litigation
Claimants*

Exhibit A

Certification of Kenneth H. Eckstein

KRAMER LEVIN NAFTALIS & FRANKEL LLP

Kenneth H. Eckstein

Rachael Ringer

Caroline F. Gange

1177 Avenue of the Americas

New York, New York 10036

Telephone: (212) 715-9100

Facsimile: (212) 715-8000

*Attorneys for the Ad Hoc Committee of
Governmental and Other Contingent Litigation Claimants*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re:	: Chapter 11
	:
PURDUE PHARMA L.P., et al.,	: Case No. 19-23649 (RDD)
	:
Debtors.¹	:
	:
-----X	

**CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS
FOR PROFESSIONALS IN RESPECT OF NINTH INTERIM APPLICATION OF
KRAMER LEVIN NAFTALIS & FRANKEL LLP, AS CO-COUNSEL TO THE
AD HOC COMMITTEE, FOR ALLOWANCE OF COMPENSATION FOR
PROFESSIONAL SERVICES RENDERED AND FOR REIMBURSEMENT
OF ACTUAL AND NECESSARY EXPENSES INCURRED FOR THE
PERIOD FROM MAY 1, 2022 THROUGH AUGUST 31, 2022**

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

I, Kenneth H. Eckstein, hereby certify that:

1. I am a member of Kramer Levin Naftalis & Frankel LLP (the “**Applicant**” or “**Kramer Levin**”) and co-counsel to the Ad Hoc Committee of Governmental and Other Contingent Litigation Claimants (the “**Ad Hoc Committee**”) of the above-captioned debtors and debtors-in-possession (the “**Debtors**”) in these chapter 11 cases (the “**Chapter 11 Cases**”). Kramer Levin submits this ninth application for interim compensation and reimbursement of expenses in compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York adopted by the Bankruptcy Court on January 23, 2013 (the “**Local Guidelines**”), as amended, and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “**UST Guidelines**”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 529] (the “**Interim Compensation Order**,” collectively with the Local Guidelines and UST Guidelines, the “**Guidelines**”), the *Order Authorizing the Debtors to Assume the Reimbursement Agreement and Pay the Fees and Expenses of the Ad Hoc Committee’s Professionals* [Docket No. 553] (the “**Fee Assumption Order**”).

2. This certification is made in respect of Kramer Levin’s application, dated October 17, 2022 (the “**Application**”), for interim compensation and reimbursement of expenses for the period commencing May 1, 2022 through and including August 31, 2022 (the “**Ninth Interim Fee Period**”) in accordance with the Guidelines.

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- a. I have read the Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines and the UST Guidelines;

- c. the fees and disbursements sought are billed at rates in accordance with the practices customarily employed by Kramer Levin and generally accepted by Kramer Levin's clients; and
- d. in providing a reimbursable service, Kramer Levin does not make a profit on that service, whether the service is performed by Kramer Levin in-house or through a third party.

4. I certify that the Creditors' Committee, Debtors, and U.S. Trustee will each be provided with a copy of the Application concurrently with the filing thereof and will have at least 14 days to review such Application prior to any objection deadline with respect thereto.

Dated: New York, New York
October 17, 2022

/s/ Kenneth H. Eckstein
Kenneth H. Eckstein

Exhibit B

**Summary of Professionals – Ninth Interim Fee Period
May 1, 2022 – August 31, 2022**

Timekeeper	Title	Department	Year Admitted to Bar	Billed Hours	Rate	Amount (\$)
David E. Blabey	Partner	Creditor's Rights	2005	51.50	1,215	62,572.50
Kenneth H. Eckstein	Partner	Creditor's Rights	1980	125.70	1,685	211,804.50
Roy T. Englert, Jr.	Partner	Litigation	1981	5.70	1,540	8,778.00
David J. Fisher	Partner	Corporate	1985	55.50	1,580	87,690.00
Marissa J. Holob	Partner	Employee Benefits	2001	0.80	1,315	1,052.00
Todd E. Lenson	Partner	Corporate	1997	2.10	1,650	3,465.00
Abraham Reshtick	Partner	Tax	2003	5.10	1,400	7,140.00
Rachael Ringer	Partner	Creditor's Rights	2011	19.60	1,315	25,774.00
Jordan M. Rosenbaum	Partner	Corporate	2004	16.40	1,400	22,960.00
Jonathan M. Wagner	Partner	Litigation	1984	0.40	1,500	600.00
Joseph Shifer	Special Counsel	Special Counsel	2010	1.40	1,195	1,673.00
Jeffrey Taub	Special Counsel	Corporate	2010	6.50	1,195	7,767.50
Caroline Gange	Associate	Creditor's Rights	2017	123.50	1,110	137,085.00
Declan Kelly	Associate	Creditor's Rights	2021	10.10	785	7,928.50
Mariya Khvatskaya	Associate	Tax	2016	3.30	1,140	3,762.00
Wendy Kane	Paralegal	Creditor's Rights	N/A	17.90	480	8,592.00
Jacqueline Kindler	Paralegal	Creditor's Rights	N/A	0.70	480	336.00
James McNamara	Paralegal	Creditor's Rights	N/A	0.20	480	96.00
<u>TOTAL</u>				446.40		\$599,076.00

Exhibit C

Summary of Expenses/Disbursements

<u>DESCRIPTION</u>	<u>AMOUNT (\$)</u>
Courier Services	91.89
Data Hosting Charges	8,402.76
Lexis Online Research	534.15
Local Transportation	242.49
Out-of-Town Travel	2,209.45
Pacer Online Research	405.80
Photocopying	171.80
Postage	21.50
Printing & Binding	3,372.29
Professional & Consulting	245,053.81
Telecommunication Charges	118.78
Transcript Fees	345.60
Westlaw Online Research	2,186.78
<u>TOTAL</u>	\$263,157.10

Exhibit D

Detail of Disbursements Made During Ninth Interim Fee Period

Kramer Levin



July 7, 2022

Ad Hoc Committee of Governmental and Other
Contingent
Litigation Claimants

Invoice #: 857894
072952
Page 1

FOR PROFESSIONAL SERVICES rendered through May 31, 2022.

Disbursements and Other Charges

8,816.90

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas, New York, NY 10036
T 212.715.9100 F 212.715.8000



July 7, 2022
Invoice #: 857894
072952

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Data Hosting Charges	\$2,100.69
Lexis Online Research	283.30
Local Transportation	242.49
Out-of-Town Travel	2,209.45
Pacer Online Research	204.70
Photocopying	171.80
Printing & Binding (External)	3,372.29
Telecommunication Charges	71.73
Transcript Fees	80.40
Westlaw Online Research	80.05
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$8,816.90

DISBURSEMENTS AND OTHER CHARGES DETAIL

Data Hosting Charges

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
5/27/2022	Eckstein Kenneth H.	Data Hosting Charges	\$2,100.69
Subtotal			\$2,100.69

Re: Purdue - Ad Hoc Committee (. Cred. Rgts.)



July 7, 2022
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Page 2

Lexis Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
5/5/2022	Blabey David E.	Lexis Online Research	\$141.65
5/12/2022	Blabey David E.	Lexis Online Research	\$141.65
Subtotal			\$283.30

Local Transportation

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
4/29/2022	Englert, Jr. Roy T.	Taxi / Car Service	\$242.49
Subtotal			\$242.49

Out-of-Town Travel

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
4/15/2022	Englert, Jr. Roy T.	United Airlines from San Juan, PR (SJU) to New York/Newark, NJ (EWR)	\$247.40
4/20/2022	Englert, Jr. Roy T.	Train / Rail: Expense Date: 04/20/22, Merchant: Amtrak	\$229.00
4/24/2022	Englert, Jr. Roy T.	Hotel - Lodging	\$346.61
4/25/2022	Englert, Jr. Roy T.	Hotel - Lodging	\$346.61
4/26/2022	Englert, Jr. Roy T.	Hotel - Lodging	\$346.61
4/27/2022	Englert, Jr. Roy T.	Hotel - Lodging	\$346.61
4/28/2022	Englert, Jr. Roy T.	Hotel - Lodging	\$346.61



July 7, 2022
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Subtotal	\$2,209.45
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Pacer Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
4/8/2022	Gange Caroline	Pacer Online Research Gange, Caroline	\$6.20
4/12/2022	Amidon Tara L.	Pacer Online Research Amidon, Tara	\$27.20
4/13/2022	Amidon Tara L.	Pacer Online Research Amidon, Tara	\$125.00
4/21/2022	Gange Caroline	Pacer Online Research Gange, Caroline	\$3.20
4/25/2022	Kane Wendy	Pacer Online Research Kane, Wendy	\$7.40
4/25/2022	Andrews Lauren Cassady	Pacer Online Research Andrews, Lauren Cassady	3.60
4/25/2022	Amidon Tara L.	Pacer Online Research Amidon, Tara	21.40
4/27/2022	Kane Wendy	Pacer Online Research Kane, Wendy	\$0.40
4/29/2022	Andrews Lauren Cassady	Pacer Online Research Andrews, Lauren Cassady	\$3.50
5/3/2022	Gange Caroline	Pacer Online Research Gange, Caroline	\$6.80
Subtotal			\$204.70

Photocopying

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
4/13/2022	Robbins Lawrence S.	Print Letter	\$52.80
4/14/2022	Robbins Lawrence S.	Print Letter	\$119.00



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Page 4

Subtotal	\$171.80
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Printing & Binding (External)

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
2/22/2022	Kane Wendy	Counsel Press LLC	\$3,372.29
Subtotal			\$3,372.29

Telecommunication Charges

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
4/4/2022	Khvatskaya Mariya	Telecommunication Charges by Mariya Khvatskaya	\$9.52
4/6/2022	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	\$18.01
4/6/2022	Khvatskaya Mariya	Telecommunication Charges by Mariya Khvatskaya	12.01
4/7/2022	Khvatskaya Mariya	Telecommunication Charges by Mariya Khvatskaya	\$11.92
4/14/2022	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	\$13.35
4/14/2022	Khvatskaya Mariya	Telecommunication Charges by Mariya Khvatskaya	6.92
Subtotal			\$71.73

Transcript Fees

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
5/18/2022	Kane Wendy	Veritext New York Reporting Co., A Veritext Company	\$80.40



July 7, 2022
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Subtotal	\$80.40
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Westlaw Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
4/19/2022	Englert, Jr. Roy T.	Westlaw Online Research	\$24.57
4/21/2022	Englert, Jr. Roy T.	Westlaw Online Research	\$23.68
5/18/2022	Gange Caroline	Westlaw Online Research	\$31.80
Subtotal			\$80.05
TOTAL			\$8,816.90

Kramer Levin



August 15, 2022

Ad Hoc Committee of Governmental and Other
Contingent
Litigation Claimants

Invoice #: 860215
072952
Page 1

FOR PROFESSIONAL SERVICES rendered through June 30, 2022.

Disbursements and Other Charges

249,634.78

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas, New York, NY 10036
T 212.715.9100 F 212.715.8000



August 15, 2022
Invoice #: 860215
072952

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Courier Services	\$91.89
Data Hosting Charges	2,100.69
Pacer Online Research	134.30
Postage	21.50
Professional and Consulting Fee	245,053.81
Telecommunication Charges	33.46
Transcript Fees	92.40
Westlaw Online Research	2,106.73
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$249,634.78

DISBURSEMENTS AND OTHER CHARGES DETAIL

Courier Services

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
6/17/2022	Moran Jessica	Fedex charges by Moran, Jessica on 06/17/2022 (#274467184530)	\$52.43
6/29/2022	Barry Elaine	Fedex charges by Barry, Elaine on 06/29/2022 (#274940651312)	\$39.46
Subtotal			\$91.89



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Data Hosting Charges

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
6/27/2022	Eckstein Kenneth H.	Data Hosting Charges	\$2,100.69
Subtotal			\$2,100.69

Pacer Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
6/1/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
6/2/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/3/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
6/4/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/5/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
6/6/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
6/7/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/8/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/9/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/10/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/11/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00



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6/12/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/13/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/14/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/15/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/16/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/16/2022	Feuer Michael	Pacer Online Research Feuer, Michael	14.30
6/17/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/18/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/19/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/20/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/21/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
6/22/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
6/23/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/24/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/25/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/26/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00



July 29, 2022
Invoice #: 860215
072952
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6/27/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/28/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
6/29/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
6/30/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
Subtotal			\$134.30

Postage

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
4/30/2022	Eckstein Kenneth H.	First Class Mail	\$21.50
Subtotal			\$21.50

Professional and Consulting Fees

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
4/15/2022	Gange Caroline	Appellate Consulting	\$245,053.81
Subtotal			\$245,053.81



July 29, 2022
Invoice #: 860215
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Telecommunication Charges

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
5/12/2022	Khvatskaya Mariya	Telecommunication Charges by Mariya Khvatskaya	\$3.10
6/16/2022	Khvatskaya Mariya	Telecommunication Charges by Mariya Khvatskaya	\$2.36
6/21/2022	Gange Caroline	Telecommunication Charges by Caroline Gange	\$8.35
6/22/2022	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	\$9.22
6/23/2022	Khvatskaya Mariya	Telecommunication Charges by Mariya Khvatskaya	\$10.43
Subtotal			\$33.46

Transcript Fees

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
6/15/2022	Kane Wendy	Veritext New York Reporting Co., A Veritext Company	\$92.40
Subtotal			\$92.40

Westlaw Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
6/15/2022	Blabey David E.	Westlaw Online Research	\$1,170.41
6/16/2022	Blabey David E.	Westlaw Online Research	\$936.32
Subtotal			\$2,106.73
TOTAL			\$249,634.78

Kramer Levin



September 27, 2022

Ad Hoc Committee of Governmental and Other
Contingent
Litigation Claimants

Invoice #: 864118
072952
Page 1

FOR PROFESSIONAL SERVICES rendered through July 31, 2022.

Disbursements and Other Charges	2,219.99
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FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas, New York, NY 10036
T 212.715.9100 F 212.715.8000



September 27, 2022
Invoice #: 864118
072952

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Data Hosting Charges	\$2,100.69
Pacer Online Research	44.90
Transcript Fees	74.40
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$2,219.99

DISBURSEMENTS AND OTHER CHARGES DETAIL

Data Hosting Charges

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/26/2022	Eckstein Kenneth H.	Data Hosting Charges	\$2,100.69
Subtotal			\$2,100.69

Pacer Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/1/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00
7/2/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
7/3/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
7/4/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
7/5/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$3.00



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7/6/2022	Boyle Brian	Pacer Online Research Boyle, Brian	\$6.00
7/13/2022	Gange Caroline	Pacer Online Research Gange, Caroline	\$11.50
7/22/2022	Gange Caroline	Pacer Online Research Gange, Caroline	\$1.80
7/26/2022	Gange Caroline	Pacer Online Research Gange, Caroline	\$1.60
Subtotal			\$44.90

Transcript Fees

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/26/2022	Kane Wendy	Veritext New York Reporting Co., A Veritext Company	\$74.40
Subtotal			\$74.40
TOTAL			\$2,219.99

Kramer Levin



October 17, 2022

Ad Hoc Committee of Governmental and Other
Contingent
Litigation Claimants

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FOR PROFESSIONAL SERVICES rendered through August 31, 2022.

Disbursements and Other Charges	2,485.43
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FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

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T 212.715.9100 F 212.715.8000



October 17, 2022
Invoice #: 864799
072952

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Data Hosting Charges	\$2,100.69
Lexis Online Research	250.85
Pacer Online Research	21.90
Telecommunication Charges	13.59
Transcript Fees	98.40
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$2,485.43

DISBURSEMENTS AND OTHER CHARGES DETAIL

Data Hosting Charges

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
8/26/2022	Eckstein Kenneth H.	Data Hosting Charges	\$2,100.69
Subtotal			\$2,100.69

Lexis Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
8/2/2022	Blabey David E.	Lexis Online Research	\$250.85
Subtotal			\$250.85



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Pacer Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
8/4/2022	McNamara James	Pacer Online Research McNamara, James	\$1.30
8/15/2022	Gange Caroline	Pacer Online Research Gange, Caroline	\$15.20
8/19/2022	Gange Caroline	Pacer Online Research Gange, Caroline	\$5.40
Subtotal			\$21.90

Telecommunication Charges

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/14/2022	Gange Caroline	Telecommunication Charges by Caroline Gange	\$13.59
Subtotal			\$13.59

Transcript Fees

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
8/20/2022	Gange Caroline	Vendor: Veritext New York Reporting Co., A Veritext Company - Transcript Fees, Description: Hearing Transcript, Invoice Date: 08/20/22, Invoice Number: 5985256	\$98.40
Subtotal			\$98.40
TOTAL			\$2,485.43

Exhibit E

Summary of Robbins Russell Fees & Expenses

Robbins Russell Pre-Merger Fees

Timekeeper	Hourly Billing Rate (\$)	Total Hours Billed	Total Fees (\$)
Lauren C. Andrews	595	24.50	14,577.50
	645	44.70	28,831.50
Roy T. Englert, Jr.	1,155	19.10	22,060.50
	1,215	97.20	118,098.00
Zachary N. Ferguson	615	49.90	30,688.50
	780	0.20	156.00
Joanna Lee	290	1.20	348.00
Kate R. Miller	305	0.50	152.50
Lawrence S. Robbins	1,295	5.50	7,122.50
	1,360	14.30	19,448.00
TOTAL		257.10	\$241,483.00

Robbins Russell Pre-Merger Expenses

Description	Amount
In-House Copying Charges	\$38.55
Postage	\$2.65
Long Distance Telephone	\$13.16
Computer Research Charges	\$3,516.45
TOTAL	\$3,570.81

Exhibit F

Summary of Time by Billing Category

PURDUE PHARMA L.P., ET AL. AD HOC COMMITTEE			
Time by Billing Category for May 1, 2022 through August 31, 2022			
<u>Matter Number</u>	<u>Matter Name</u>	<u>Hours</u>	<u>Fees (\$)</u>
072952-00003	Business Operations	43.20	62,004.50
072952-00004	Case Administration	0.50	240.00
072952-00006	Employment and Fee Applications	38.30	30,544.00
072952-00007	Emergency Financing	1.10	1,853.50
072952-00008	Litigation	61.70	79,015.00
072952-00009	Meetings and Communications with Ad-Hoc Committee & Creditors	59.40	85,426.50
072952-00011	Plan and Disclosure Statement	242.20	339,992.50
<u>TOTAL</u>		446.40	\$599,076.00

Exhibit G

Final Detailed Time Records – Ninth Interim Fee Period

May 1, 2022 through August 31, 2022

Kramer Levin



July 7, 2022

Ad Hoc Committee of Governmental and Other
Contingent
Litigation Claimants

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FOR PROFESSIONAL SERVICES rendered through May 31, 2022.

Fees	\$76,927.00
Disbursements and Other Charges	8,816.90
TOTAL BALANCE DUE	\$85,743.90

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

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T 212.715.9100 F 212.715.8000



July 7, 2022
Invoice #: 857894
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MATTER SUMMARY

For professional services rendered through May 31, 2022 in connection with the following matters:

Matter	Matter Name	Fees	Disbs	Total
072952-00001	Asset Analysis and Recovery	\$0.00	\$8,816.90	\$8,816.90
072952-00003	Business Operations	16,573.50	0.00	16,573.50
072952-00006	Employment and Fee Applications	14,704.50	0.00	14,704.50
072952-00008	Litigation	4,319.00	0.00	4,319.00
072952-00009	Meetings and Communications with Ad-Hoc Committee & Creditors	14,120.00	0.00	14,120.00
072952-00011	Plan and Disclosure Statement	27,210.00	0.00	27,210.00
Subtotal		76,927.00	8,816.90	85,743.90
TOTAL CURRENT INVOICE				\$85,743.90



July 7, 2022
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072952-00001
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Asset Analysis and Recovery

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Data Hosting Charges	\$2,100.69
Lexis Online Research	283.30
Local Transportation	242.49
Out-of-Town Travel	2,209.45
Pacer Online Research	204.70
Photocopying	171.80
Printing & Binding (External)	3,372.29
Telecommunication Charges	71.73
Transcript Fees	80.40
Westlaw Online Research	80.05
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$8,816.90



July 7, 2022
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Business Operations

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	0.60	\$729.00
Eckstein, Kenneth H.	Partner	8.30	13,985.50
Taub, Jeffrey	Spec Counsel	0.50	597.50
Gange, Caroline	Associate	0.50	555.00
Kelly, Declan	Associate	0.90	706.50
TOTAL FEES		10.80	\$16,573.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/9/2022	Eckstein, Kenneth H.	Call with FTI/HL re KEIP/KERP (0.8); review issues re same, calls and correspond w/ AHC counsel re same (0.7).	1.50	\$2,527.50
5/10/2022	Eckstein, Kenneth H.	Call with A Pries, FTI, Provence re KEIP (0.8).	0.80	1,348.00
5/10/2022	Gange, Caroline	Emails w/ DPW re KEIP/KERP.	0.20	222.00
5/11/2022	Eckstein, Kenneth H.	Correspond w/ DPW re KEIP (0.7).	0.70	1,179.50
5/12/2022	Eckstein, Kenneth H.	Call with DPW, Akin re KEIP/KERP issues (1.0); call with FTI re same (0.5).	1.50	2,527.50
5/13/2022	Eckstein, Kenneth H.	Calls w/ Debtor and FTI re KEIP/KERP (0.8).	0.80	1,348.00



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Business Operations

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/16/2022	Eckstein, Kenneth H.	Call with A. Preis, M. Diaz re KEIP (0.8).	0.80	1,348.00
5/16/2022	Taub, Jeffrey	Attend update call with prospective Knoa board.	0.50	597.50
5/17/2022	Eckstein, Kenneth H.	Review materials re KEIP, correspond re same with FTI, D. Blabey (0.7).	0.70	1,179.50
5/18/2022	Eckstein, Kenneth H.	Attend omnibus hearing re KEIP/KERP (1.2); correspond report/ AHC professionals re same (0.3).	1.50	2,527.50
5/18/2022	Blabey, David E.	Attend portion of omnibus hearing, including KEIP/KERP.	0.60	729.00
5/18/2022	Gange, Caroline	Attend portions of KEIP/KERP hearing.	0.30	333.00
5/18/2022	Kelly, Declan	Attend omnibus, email to C. Gange re: update (0.9).	0.90	706.50
TOTAL			10.80	\$16,573.50



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Employment and Fee Applications

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Ringer, Rachael L.	Partner	0.70	\$920.50
Gange, Caroline	Associate	5.30	5,883.00
Kelly, Declan	Associate	3.40	2,669.00
Kane, Wendy	Paralegal	10.20	4,896.00
Kindler, Jacqueline	Paralegal	0.70	336.00
TOTAL FEES		20.30	\$14,704.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/3/2022	Gange, Caroline	Review/edit March fee application and finalize for filing.	1.60	\$1,776.00
5/3/2022	Kane, Wendy	Revise March fee statement and exhibits (0.6); emails w/ C. Gange and F. Arias re same (0.1); prepare same for filing (0.1); file and serve same (0.2).	1.00	480.00
5/5/2022	Kane, Wendy	Emails w/ F. Arias and C. Gange re fee application and outstanding fees.	0.20	96.00
5/6/2022	Kane, Wendy	Review April fee statement for compliance with US Trustee guidelines and local rules.	1.60	768.00
5/9/2022	Gange, Caroline	Review April fee statement and draft Eighth Interim Fee Application.	1.20	1,332.00



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Employment and Fee Applications

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/9/2022	Kane, Wendy	Email F. Arias re payment and fee order and email C. Gange re April fee statement (0.2); revise fee application and exhibits (0.7); further review April fee statement (0.4).	1.30	624.00
5/10/2022	Gange, Caroline	Review April fee applications for privilege/confidentiality and compliance with UST guidelines.	1.10	1,221.00
5/11/2022	Kane, Wendy	Review April fee statement for compliance w/ UST guidelines and local rules (1.6); emails w/ C. Gange re same (0.1).	1.70	816.00
5/12/2022	Gange, Caroline	Further review and edit April fee statement for privilege/confidentiality and compliance with UST guidelines.	0.60	666.00
5/13/2022	Kelly, Declan	Emails w/ AHC firms re: fee applications (0.3), draft email to AHC re: fee applications (0.3).	0.60	471.00
5/13/2022	Kane, Wendy	Prepare April fee statement and exhibits (0.8); revise fee application and exhibits (1.4); emails w/ C. Gange re same (0.1); prepare zip file of professionals' fee applications and email D. Kelly re same (0.2).	2.50	1,200.00
5/16/2022	Ringer, Rachael L.	Review fee application, comment on same (0.7).	0.70	920.50
5/16/2022	Gange, Caroline	Review and finalize AHC professional fee applications for filing and emails w/ KL team re same.	0.80	888.00



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Employment and Fee Applications

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/16/2022	Kelly, Declan	Review fee application, monthly statements prior to filing (1.3); revise in accordance w. comments from R. Ringer (1.2); emails to R. Ringer, K. Eckstein re: filing (0.1); emails w/ J. Kindler, W. Kane re: edits (0.1); calls w. J. Kindler re: edits (0.1).	2.80	2,198.00
5/16/2022	Kane, Wendy	Prepare KL fee application and April fee statement for filing and file same (0.4); correspondence w/ D. Kelly and J. Kindler re same (0.2); file fee statements and fee applications for other professionals (1.3).	1.90	912.00
5/16/2022	Kindler, Jacqueline	Correspondence w/ D. Kelly and W. Kane re fee application (0.2); review same (0.5).	0.70	336.00
TOTAL			20.30	\$14,704.50



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072952-00008
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Litigation

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Eckstein, Kenneth H.	Partner	2.00	\$3,370.00
Englert, Jr., Roy T.	Partner	0.40	616.00
Gange, Caroline	Associate	0.30	333.00
TOTAL FEES		2.70	\$4,319.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/3/2022	Gange, Caroline	Emails w/ Gilbert re adversary proceeding doc review.	0.30	\$333.00
5/4/2022	Eckstein, Kenneth H.	Correspond with R. Englert, D. Blabey re appeal issues (0.7).	0.70	1,179.50
5/9/2022	Eckstein, Kenneth H.	Call with potential board member re appeal and case status (0.7); correspond re appeal and operating issues and timing (0.6).	1.30	2,190.50
5/9/2022	Englert, Jr., Roy T.	Communicate with Debtors' counsel re next steps following Second Circuit appeal.	0.40	616.00
TOTAL			2.70	\$4,319.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	1.10	\$1,336.50
Eckstein, Kenneth H.	Partner	4.80	8,088.00
Englert, Jr., Roy T.	Partner	0.70	1,078.00
Fisher, David J.	Partner	0.90	1,422.00
Gange, Caroline	Associate	1.20	1,332.00
Kelly, Declan	Associate	1.10	863.50
TOTAL FEES		9.80	\$14,120.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/3/2022	Blabey, David E.	Attend working group call.	0.60	\$729.00
5/4/2022	Fisher, David J.	Attend weekly Ad Hoc Committee meeting.	0.40	632.00
5/4/2022	Blabey, David E.	Attend weekly AHC call.	0.50	607.50
5/4/2022	Englert, Jr., Roy T.	Prep for (0.1) and participate in call with Ad Hoc Committee to discuss Second Circuit argument (0.6).	0.70	1,078.00
5/4/2022	Eckstein, Kenneth H.	Prep for and attend AHC call (0.6).	0.60	1,011.00
5/4/2022	Kelly, Declan	Attend AHC call (0.6).	0.60	471.00
5/4/2022	Gange, Caroline	Attend weekly AHC Call.	0.60	666.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/10/2022	Eckstein, Kenneth H.	Attend Working Group call (1.0).	1.00	1,685.00
5/11/2022	Fisher, David J.	Attend weekly Ad Hoc Committee call.	0.50	790.00
5/11/2022	Eckstein, Kenneth H.	Prep for (0.3) and attend AHC call (0.5).	0.80	1,348.00
5/11/2022	Gange, Caroline	Attend weekly AHC call.	0.50	555.00
5/11/2022	Kelly, Declan	Attend AHC call (0.5).	0.50	392.50
5/17/2022	Eckstein, Kenneth H.	Attend Working Group call (0.5).	0.50	842.50
5/18/2022	Gange, Caroline	Email to AHC re KEIP/KERP.	0.10	111.00
5/26/2022	Eckstein, Kenneth H.	Calls and correspond with clients re settlement issues (0.8).	0.80	1,348.00
5/31/2022	Eckstein, Kenneth H.	Attend Working Group call (0.6); review correspondence re same (0.5).	1.10	1,853.50
TOTAL			9.80	\$14,120.00



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Plan and Disclosure Statement

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Eckstein, Kenneth H.	Partner	1.40	\$2,359.00
Fisher, David J.	Partner	11.20	17,696.00
Holob, Marissa J.	Partner	0.80	1,052.00
Lenson, Todd E.	Partner	0.50	825.00
Reshtick, Abraham	Partner	1.20	1,680.00
Rosenbaum, Jordan M.	Partner	2.00	2,800.00
Khvatskaya, Mariya	Associate	0.70	798.00
TOTAL FEES		17.80	\$27,210.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/3/2022	Fisher, David J.	Review IAC issues and restructuring (0.3); communications with Brown Rudnick and Akin Gump regarding same (0.3); review of documents regarding Settlement and proposed changes to Pledge Agreement (0.8).	1.40	\$2,212.00
5/4/2022	Fisher, David J.	Review IAC restructuring issues; communications with Akin Gump and Brown Rudnick regarding same (0.4); review mark ups to Settlement Agreement documents and suggested revisions (0.8).	1.20	1,896.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/6/2022	Rosenbaum, Jordan M.	Call with Akin and BR re settlement agreement.	1.00	1,400.00
5/6/2022	Fisher, David J.	Review markups of and comments to IAC Pledge Agreement, ICA and MDT Settlement Agreement (2.2); conference call with Akin Gump and Brown Rudnick to discuss same and follow up regarding markup to DPW (1.4).	3.60	5,688.00
5/11/2022	Eckstein, Kenneth H.	Call with M. Kesselman re case issues (0.8); call with Gilbert (0.6).	1.40	2,359.00
5/12/2022	Reshtick, Abraham	Follow up on tax and structuring analysis.	0.80	1,120.00
5/12/2022	Khvatskaya, Mariya	Call with BR and DPW tax re: NOAT TMA.	0.40	456.00
5/16/2022	Rosenbaum, Jordan M.	Call with potential board members.	0.50	700.00
5/16/2022	Fisher, David J.	Review IAC Pledge markup; communications with Davis Polk, Brown Rudnick and Akin Gump regarding same.	0.40	632.00
5/16/2022	Lenson, Todd E.	Call with potential Board Members.	0.50	825.00
5/19/2022	Reshtick, Abraham	Participate in call w/ Sacklers concerning NOAT TMA.	0.40	560.00
5/19/2022	Khvatskaya, Mariya	Call with family counsel re: NOAT TMA.	0.30	342.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
5/20/2022	Fisher, David J.	Communications with Brown Rudnick, Akin Gump and Davis Polk regarding review and comments to Settlement documents.	0.40	632.00
5/22/2022	Holob, Marissa J.	Review MIP and related correspondence.	0.80	1,052.00
5/23/2022	Rosenbaum, Jordan M.	Attend portion of call with Akin and BR re settlement agreement.	0.50	700.00
5/23/2022	Fisher, David J.	Review mark ups to Settlement Agreement and Intercreditor Agreement in advance of conference call (0.8); conference call with Brown Rudnick, Akin Gump and KL team to discuss comments (1.4); follow up communications with Davis Polk (0.3).	2.50	3,950.00
5/24/2022	Fisher, David J.	Review issues list regarding Settlement Agreement and ICA; communications with Brown Rudnick and Akin Gump.	0.50	790.00
5/25/2022	Fisher, David J.	Review mark ups and issues list regarding Settlement documents (0.4); communications with Akin Gump and Brown Rudnick regarding same (0.3); communications with Davis Polk regarding same (0.2).	0.90	1,422.00
5/31/2022	Fisher, David J.	Review comments from Milbank re MDT Settlement Agreement markup.	0.30	474.00
TOTAL			17.80	\$27,210.00

Kramer Levin



August 15, 2022

Ad Hoc Committee of Governmental and Other
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FOR PROFESSIONAL SERVICES rendered through June 30, 2022.

Fees	\$208,743.50
Disbursements and Other Charges	249,634.78
TOTAL BALANCE DUE	\$458,378.28

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

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T 212.715.9100 F 212.715.8000



August 15, 2022
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MATTER SUMMARY

For professional services rendered through June 30, 2022 in connection with the following matters:

Matter	Matter Name	Fees	Disbs	Total
072952-00001	Asset Analysis and Recovery	\$0.00	\$249,634.78	\$249,634.78
072952-00003	Business Operations	30,208.00	0.00	30,208.00
072952-00004	Case Administration	96.00	0.00	96.00
072952-00006	Employment and Fee Applications	1,147.00	0.00	1,147.00
072952-00007	Emergency Financing	1,853.50	0.00	1,853.50
072952-00008	Litigation	70,911.50	0.00	70,911.50
072952-00009	Meetings and Communications with Ad-Hoc Committee & Creditors	18,849.00	0.00	18,849.00
072952-00011	Plan and Disclosure Statement	85,678.50	0.00	85,678.50
Subtotal		208,743.50	249,634.78	458,378.28
TOTAL CURRENT INVOICE				\$458,378.28



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Asset Analysis and Recovery

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Courier Services	\$91.89
Data Hosting Charges	2,100.69
Pacer Online Research	134.30
Postage	21.50
Professional and Consulting Fee	245,053.81
Telecommunication Charges	33.46
Transcript Fees	92.40
Westlaw Online Research	2,106.73
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$249,634.78



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Business Operations

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	2.30	\$2,794.50
Eckstein, Kenneth H.	Partner	10.90	18,366.50
Fisher, David J.	Partner	0.50	790.00
Ringer, Rachael L.	Partner	1.50	1,972.50
Rosenbaum, Jordan M.	Partner	1.20	1,680.00
Taub, Jeffrey	Spec Counsel	1.30	1,553.50
Gange, Caroline	Associate	1.90	2,109.00
Kelly, Declan	Associate	1.20	942.00
TOTAL FEES		20.80	\$30,208.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/2/2022	Eckstein, Kenneth H.	Call w/ Debtors re KEIP (0.2) and discussions with FTI re same (0.5).	0.70	\$1,179.50
6/7/2022	Blabey, David E.	Discuss KEIP motion with K. Eckstein (0.2) and review related pleadings (0.9).	1.10	1,336.50
6/7/2022	Eckstein, Kenneth H.	Call with M. Diaz re KEIP (0.4); review KEIP materials (0.3) and call with D. Blabey re same (0.2).	0.90	1,516.50
6/8/2022	Eckstein, Kenneth H.	Correspond w/ FTI re KEIP and review FTI materials re same (1.2).	1.20	2,022.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/9/2022	Eckstein, Kenneth H.	Call with FTI re KEIP (0.3); call with M. Huebner re same (0.4).	0.70	1,179.50
6/12/2022	Eckstein, Kenneth H.	Call with M. Huebner re KEIP negotiations (0.7); review pleadings re same (0.5).	1.20	2,022.00
6/13/2022	Eckstein, Kenneth H.	Call with M. Huebner re KEIP (0.2); review materials re KEIP (0.6).	0.80	1,348.00
6/14/2022	Eckstein, Kenneth H.	Call with M. Huebner re KEIP (0.8).	0.80	1,348.00
6/15/2022	Eckstein, Kenneth H.	Prep for (1.3) and attend omnibus hearing re KEIP and other agenda items (1.2).	2.50	4,212.50
6/15/2022	Blabey, David E.	Attend omnibus hearing re KEIP (1.2).	1.20	1,458.00
6/15/2022	Gange, Caroline	Attend portions of hearing re KEIP.	0.60	666.00
6/15/2022	Kelly, Declan	Attend KEIP hearing (1.2).	1.20	942.00
6/16/2022	Eckstein, Kenneth H.	Call with M. Diaz re company meeting (0.4).	0.40	674.00
6/21/2022	Rosenbaum, Jordan M.	Call with Debtors, FTI and DPW re business plan.	1.20	1,680.00
6/21/2022	Ringer, Rachael L.	Call with Company re: business ops update (1.3), correspondence with KL team re: same (0.2).	1.50	1,972.50
6/21/2022	Eckstein, Kenneth H.	Call with M. Diaz re status call (0.4); call with company re status update (1.3).	1.70	2,864.50
6/21/2022	Fisher, David J.	Attend portion of call with Company re business update (0.5).	0.50	790.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/21/2022	Taub, Jeffrey	Attend company/management business update presentation.	1.30	1,553.50
6/21/2022	Gange, Caroline	Attend call w/ Company re business update.	1.30	1,443.00
TOTAL			20.80	\$30,208.00



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Case Administration

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
McNamara, James	Paralegal	0.20	\$96.00
TOTAL FEES		0.20	\$96.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/14/2022	McNamara, James	Register KL team for hearing and email C. Gange re same (0.2).	0.20	\$96.00
TOTAL			0.20	\$96.00



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Employment and Fee Applications

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Ringer, Rachael L.	Partner	0.40	\$526.00
Gange, Caroline	Associate	0.30	333.00
Kane, Wendy	Paralegal	0.60	288.00
TOTAL FEES		1.30	\$1,147.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/9/2022	Ringer, Rachael L.	Attend fee examiner call re: Houlihan (0.4).	0.40	\$526.00
6/14/2022	Gange, Caroline	Review 8th Interim Fee Order and emails w/ AHC professionals re same.	0.30	333.00
6/27/2022	Kane, Wendy	Review May fee statement for compliance with UST guidelines and local rules (0.6).	0.60	288.00
TOTAL			1.30	\$1,147.00



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Emergency Financing

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEEs
Eckstein, Kenneth H.	Partner	1.10	\$1,853.50
TOTAL FEES		1.10	\$1,853.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/9/2022	Eckstein, Kenneth H.	Call with Houlihan re HL fee review and projections (0.7); call with S. Burian re same (0.4).	1.10	\$1,853.50
TOTAL			1.10	\$1,853.50



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Litigation

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	26.80	\$32,562.00
Eckstein, Kenneth H.	Partner	9.90	16,681.50
Englert, Jr., Roy T.	Partner	3.00	4,620.00
Ringer, Rachael L.	Partner	0.90	1,183.50
Gange, Caroline	Associate	12.10	13,431.00
Kelly, Declan	Associate	3.10	2,433.50
TOTAL FEES		55.80	\$70,911.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/2/2022	Eckstein, Kenneth H.	Calls w/ Debtors re appeal issues and next steps (0.5).	0.50	\$842.50
6/9/2022	Blabey, David E.	Emails w/ K. Eckstein re Second Circuit next steps memo.	0.30	364.50
6/9/2022	Gange, Caroline	Legal research re appellate issues and next steps with Second Circuit ruling.	2.50	2,775.00
6/15/2022	Gange, Caroline	Research re next steps on Second Circuit appeal for client memo (2.6); emails w/ D. Blabey re same (0.3); review related issues re same (3.3).	6.20	6,882.00



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Litigation

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/16/2022	Eckstein, Kenneth H.	Correspond w/ KL team re appeal and litigation strategy issues (0.8).	0.80	1,348.00
6/16/2022	Blabey, David E.	Emails with D. Kelly, C. Gange and K. Eckstein re next steps memo (1.5); call with K. Eckstein re same (0.3); draft next steps memo (2.5).	4.30	5,224.50
6/16/2022	Gange, Caroline	Follow-up research re Second Circuit issues.	1.30	1,443.00
6/16/2022	Kelly, Declan	Research re: en banc appeals (2.8), emails to D. Blabey re: same (0.3).	3.10	2,433.50
6/17/2022	Gange, Caroline	Emails w/ DPW re Ascent lawsuit.	0.20	222.00
6/20/2022	Blabey, David E.	Work on outline of Second Circuit next steps memo.	2.50	3,037.50
6/21/2022	Eckstein, Kenneth H.	Edit client memo re Second Circuit (0.7).	0.70	1,179.50
6/21/2022	Blabey, David E.	Draft memo on next steps post-Second Circuit ruling (5.2).	5.20	6,318.00
6/21/2022	Ringer, Rachael L.	Call with DPW and KL team re: redacted complaint (0.6), follow-up emails with KL team re: same (0.1), review summary re: same (0.2).	0.90	1,183.50
6/21/2022	Blabey, David E.	Call with DPW re Ascent complaint (0.5).	0.50	607.50
6/21/2022	Gange, Caroline	Attend call w/ DPW re Ascent Pharmaceuticals lawsuit (0.6); draft update email re same (0.8).	1.40	1,554.00



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Litigation

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/22/2022	Eckstein, Kenneth H.	Review and revise memo re Second Circuit issues (1.3), emails w/ D. Blabey re same (0.2).	1.50	2,527.50
6/23/2022	Blabey, David E.	Edit Second Circuit next steps memo (2.7); review timelines in comparable cases (0.4).	3.10	3,766.50
6/27/2022	Blabey, David E.	Edit memo on post-Second Circuit next steps.	2.20	2,673.00
6/27/2022	Englert, Jr., Roy T.	Correspond with D. Blabey re client memo (0.2); related research (0.8).	1.00	1,540.00
6/28/2022	Englert, Jr., Roy T.	Edit "next steps" memo.	2.00	3,080.00
6/28/2022	Blabey, David E.	Review R. Englert edits to next steps memo (0.1); edits to next steps memo (2.8).	2.90	3,523.50
6/28/2022	Eckstein, Kenneth H.	Revise and comment on next steps memo (1.4).	1.40	2,359.00
6/29/2022	Blabey, David E.	Edit post-Second Circuit next steps memo.	1.60	1,944.00
6/29/2022	Eckstein, Kenneth H.	Review and revise next steps memo (1.3); call with S. Gilbert re same (0.8); review correspondence re same (0.5).	2.60	4,381.00
6/29/2022	Gange, Caroline	Emails w/ DPW re Ascent Pharmaceuticals litigation.	0.50	555.00
6/30/2022	Blabey, David E.	Revise next steps memo to reflect comments (3.8); call w/ K. Eckstein re same (0.4).	4.20	5,103.00



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Litigation

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/30/2022	Eckstein, Kenneth H.	Review and revise appellate options and next steps memo (1.1); review and revise timeline charts (0.3), call w/ D. Blabey re same (0.4); call with S. Gilbert re same (0.4); correspondence w/ R. Ringer re same (0.2).	2.40	4,044.00
TOTAL			55.80	\$70,911.50



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Meetings and Communications with Ad-Hoc Committee & Creditors

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	1.50	\$1,822.50
Eckstein, Kenneth H.	Partner	6.10	10,278.50
Fisher, David J.	Partner	0.30	474.00
Ringer, Rachael L.	Partner	2.00	2,630.00
Gange, Caroline	Associate	3.00	3,330.00
Kelly, Declan	Associate	0.40	314.00
TOTAL FEES		13.30	\$18,849.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/1/2022	Gange, Caroline	Draft email to AHC re updates/status.	0.20	\$222.00
6/7/2022	Eckstein, Kenneth H.	Attend Working Group call (0.5).	0.50	842.50
6/7/2022	Gange, Caroline	Review KEIP update for circulation to AHC.	0.40	444.00
6/8/2022	Eckstein, Kenneth H.	Attend AHC call (0.3); calls with R. Ringer re same (0.5).	0.80	1,348.00
6/8/2022	Ringer, Rachael L.	Attend AHC call (0.3), discussions with K. Eckstein re: same (0.5), follow-up re: same (0.2).	1.00	1,315.00
6/8/2022	Blabey, David E.	Attend weekly Ad Hoc Committee call.	0.30	364.50



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Meetings and Communications with Ad-Hoc Committee & Creditors

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/8/2022	Gange, Caroline	Review KEIP materials for AHC call (0.4) and attend call (0.3).	0.70	777.00
6/9/2022	Eckstein, Kenneth H.	Attend Working Group meeting (0.6).	0.60	1,011.00
6/13/2022	Gange, Caroline	Summarize C. Landau KEIP letter and circulate to AHC.	0.80	888.00
6/14/2022	Eckstein, Kenneth H.	Attend Working Group call (1.0).	1.00	1,685.00
6/14/2022	Gange, Caroline	Review settlement re KEIP and circulate email to AHC.	0.40	444.00
6/15/2022	Eckstein, Kenneth H.	Review correspondence to AHC (0.6).	0.60	1,011.00
6/15/2022	Kelly, Declan	Summarize KEIP hearing for update (0.4).	0.40	314.00
6/16/2022	Eckstein, Kenneth H.	Attend Working Group call (0.5).	0.50	842.50
6/21/2022	Ringer, Rachael L.	Attend working group call re: case updates (0.5).	0.50	657.50
6/21/2022	Eckstein, Kenneth H.	Attend Working Group call (0.7).	0.70	1,179.50
6/21/2022	Blabey, David E.	Attend Working group call (0.2).	0.20	243.00
6/22/2022	Gange, Caroline	Emails w/ certain AHC members re plan; email to AHC re Ascent Pharmaceuticals.	0.50	555.00
6/28/2022	Ringer, Rachael L.	Prep for (0.1) and attend working group call re case updates/next steps (0.4).	0.50	657.50
6/28/2022	Fisher, David J.	Attend working group call (0.3).	0.30	474.00
6/28/2022	Blabey, David E.	Attend working group call (0.4).	0.40	486.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/28/2022	Eckstein, Kenneth H.	Prep for (0.2) and attend Working Group call (0.4).	0.60	1,011.00
6/30/2022	Blabey, David E.	Attend portion of working group call on post-Second Circuit ruling next steps (0.6).	0.60	729.00
6/30/2022	Eckstein, Kenneth H.	Attend Working Group call (0.8).	0.80	1,348.00
TOTAL			13.30	\$18,849.00



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Plan and Disclosure Statement

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	4.50	\$5,467.50
Eckstein, Kenneth H.	Partner	9.50	16,007.50
Englert, Jr., Roy T.	Partner	1.60	2,464.00
Fisher, David J.	Partner	23.90	37,762.00
Lenson, Todd E.	Partner	1.60	2,640.00
Reshtick, Abraham	Partner	1.60	2,240.00
Ringer, Rachael L.	Partner	1.80	2,367.00
Rosenbaum, Jordan M.	Partner	7.40	10,360.00
Taub, Jeffrey	Spec Counsel	3.90	4,660.50
Khvatskaya, Mariya	Associate	1.50	1,710.00
TOTAL FEES		57.30	\$85,678.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/2/2022	Fisher, David J.	Review emails from Davis Polk regarding Settlement Agreement and ancillary document issues and status.	0.30	\$474.00
6/7/2022	Eckstein, Kenneth H.	Call with M. Huebner re settlement and plan issues (0.2); call with D. Klein re same (0.3); call with A. Pries re same (0.4).	0.90	1,516.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/8/2022	Reshtick, Abraham	Review revisions to NOAT TMA.	0.50	700.00
6/9/2022	Ringer, Rachael L.	Call with K. Eckstein re: next steps re: plan workstreams (0.4).	0.40	526.00
6/9/2022	Eckstein, Kenneth H.	Call with Houlihan re HL fee review and projections (0.7); call with S. Burian re same (0.4); call with R. Ringer re next steps re: plan workstreams (0.4); emails w/ D. Blabey re same (0.2); memo to lit and corporate team re same (0.3). call with FTI re KEIP (0.3); call with M. Huebner re discussions with NCSG on same (0.4).	2.70	4,549.50
6/9/2022	Taub, Jeffrey	E-mail and call w/ J. Rosenbaum re emergence deliverables.	0.30	358.50
6/10/2022	Rosenbaum, Jordan M.	Review of plan documents.	0.20	280.00
6/13/2022	Rosenbaum, Jordan M.	Review of plan documents.	0.50	700.00
6/13/2022	Fisher, David J.	Review Settlement Agreement mark ups and prepare for workstreams conference call with Davis Polk, Debevoise, Milbank, KLNf, Brown Rudnick and Akin Gump.	1.30	2,054.00
6/13/2022	Eckstein, Kenneth H.	Review materials re corporate workstreams in prep for call with Debtors, Sacklers, UCC (0.7).	0.70	1,179.50
6/13/2022	Lenson, Todd E.	Review of plan documents.	0.50	825.00
6/14/2022	Rosenbaum, Jordan M.	Review of plan documents (0.2); call with Akin, BR, DPW re same (0.5).	0.70	980.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/14/2022	Eckstein, Kenneth H.	Call with Akin, BR, DPW re corporate transactions (0.5); follow up review of plan documents re same (0.8).	1.30	2,190.50
6/14/2022	Fisher, David J.	Attend all hands workstreams call (0.5); review updated checklists (0.5); communications with K. Eckstein and J. Rosenbaum regarding status (0.2); review and comment on agenda for meeting with K. Eckstein (0.6); review Settlement Agreement documents and comments from Akin Gump and Brown Rudnick (0.5).	2.30	3,634.00
6/14/2022	Taub, Jeffrey	Review governing documents and checklists (0.6), draft and circulate agenda for internal KL call based on same (0.4); attend all hands settlement agreement call (0.5); further revisions to KL call meeting agenda (0.2).	1.70	2,031.50
6/15/2022	Rosenbaum, Jordan M.	Review of plan documents and status.	2.40	3,360.00
6/15/2022	Fisher, David J.	Review mark ups of Settlement Agreement and CTA; email exchanges with Brown Rudnick and Akin Gump regarding discussion of comments and preparation of mark up back to Davis Polk (2.4); conference with KL team regarding transaction, next steps for closing and discussion of status and workstreams (1.3).	3.70	5,846.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/15/2022	Eckstein, Kenneth H.	Call with KL corporate re Sackler, Knoa next steps and status (1.3); call with M Diaz re same (0.6).	1.90	3,201.50
6/15/2022	Ringer, Rachael L.	Call with KL team re: plan issues and next steps (1.2), follow-up with KL team re: same (0.2).	1.40	1,841.00
6/15/2022	Englert, Jr., Roy T.	Review and comment on next steps memo (1.3); emails w/ D. Blabey re same (0.3).	1.60	2,464.00
6/15/2022	Blabey, David E.	Call with K. Eckstein, R. Ringer and corporate team re next steps (1.2); multiple emails with C. Gange, D. Kelly, R. Englert and K. Eckstein re next steps memo (0.3) and draft same (1.8).	3.30	4,009.50
6/15/2022	Taub, Jeffrey	Attend call w/ KL Bankruptcy and KL Corporate teams re emergence prep.	1.20	1,434.00
6/16/2022	Fisher, David J.	Review IAC Pledge Agreement mark up received from Milbank (0.3); review workstream list and tasks; communications with J. Taub (0.3); review SOAF, MDT CTA and MDT SA and comments (0.5).	1.10	1,738.00
6/16/2022	Khvatskaya, Mariya	Call with DPW tax re: TMA.	0.30	342.00
6/17/2022	Fisher, David J.	Communications with Brown Rudnick and Akin re comments/ markup of IAC Pledge Agreement/ CTA comments/ markup and status of same (1.3); review workstreams/ checklists (MDT and Collateral) (0.4).	1.70	2,686.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/17/2022	Khvatskaya, Mariya	Discuss TMA and next steps with A. Reshtick.	0.40	456.00
6/20/2022	Fisher, David J.	Review markup of IAC Pledge Agreement from Milbank/ Deb and review of prior creditor comments and IAC restructuring steps (1.3); review CTA and prior drafts/ Creditor comments markup and communications with BR re same (0.7); review of MDT markup / prep for weekly call (0.3).	2.30	3,634.00
6/21/2022	Fisher, David J.	Review MDT SA, SOAF SA, Pledge and collateral documents (0.4).	0.40	632.00
6/21/2022	Lenson, Todd E.	Review issues re potential emergence.	0.70	1,155.00
6/22/2022	Rosenbaum, Jordan M.	Call with FTI and HL re plan (0.3); correspondence with K. Eckstein and R. Ringer re Knoa/settlement (0.4); review of documents re same (0.2).	0.90	1,260.00
6/22/2022	Fisher, David J.	Review IAC Pledge Agreement, CTA mark up; preparation for phone calls with Akin Gump and Brown Rudnick regarding same.	1.20	1,896.00
6/22/2022	Lenson, Todd E.	Call with KL corporate and bankruptcy teams re status.	0.40	660.00
6/22/2022	Blabey, David E.	Edits to next steps memo (0.8); call with KL corporate team re emergence (0.4).	1.20	1,458.00
6/22/2022	Eckstein, Kenneth H.	Call with corporate team re Knoa and Sackler settlement issues (0.4); follow up emails re same (0.4).	0.80	1,348.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/22/2022	Taub, Jeffrey	Attend call w/ KL corporate and bankruptcy teams re Knoa and next steps (0.4), follow-up call w/ FTI and HL teams re emergence issues (0.3).	0.70	836.50
6/23/2022	Rosenbaum, Jordan M.	Call with Akin and BR re corporate documents.	1.10	1,540.00
6/23/2022	Fisher, David J.	Review mark ups to CTA and Pledge (0.4); discuss same with Brown Rudnick and Akin Gump (1.1); review Settlement Agreements in connection with comments (0.3).	1.80	2,844.00
6/23/2022	Eckstein, Kenneth H.	Review and revise memo re Second Circuit issues (0.8); calls w/ AHC professionals re same (0.4).	1.20	2,022.00
6/23/2022	Reshtick, Abraham	Participate in tax call concerning NOAT TMA and follow up tax related communications.	0.70	980.00
6/23/2022	Khvatskaya, Mariya	Call with DPW and BR tax re: TMA (0.4); discuss same with A. Reshtick (0.2); coordinate corporate comments on TMA (0.2).	0.80	912.00
6/24/2022	Rosenbaum, Jordan M.	Call with DPW re corporate issues.	0.60	840.00
6/24/2022	Fisher, David J.	Prepare for conference call with Brown Rudnick and Akin Gump; review comments and mark ups (0.8); conference call with Davis Polk, Brown Rudnick and Akin gump regarding comments; discussion of mark ups and comments (0.7).	1.50	2,370.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
6/27/2022	Fisher, David J.	Review revised mark up to MDT Settlement Agreement and comments (0.5); communications with Brown Rudnick and Akin Gump regarding same (0.3); review IAC Pledge comments in preparation for negotiations in connection with same (0.5); conference call with Davis Polk, Brown Rudnick and Akin Gump regarding comments on MDT Settlement Agreement (0.4); review draft distributed to Sacklers (0.4); review and discuss issues on CTA mark up with Davis Polk, Akin Gump and Brown Rudnick and follow up regarding same (0.7).	2.80	4,424.00
6/28/2022	Fisher, David J.	Prepare for phone call with Sackler regarding Pledge; review mark up and Creditor comments (0.8).	0.80	1,264.00
6/29/2022	Rosenbaum, Jordan M.	Call with DPW and Debovoise and Milbank.	1.00	1,400.00
6/29/2022	Fisher, David J.	Review IAC Pledge in preparation for all hands conference call (0.4); conference call and negotiations with Sacklers, Brown Rudnick, Akin Gump and debtor regarding comments on Pledge (1.3); post-call follow up with Akin Gump and Brown Rudnick (0.6).	2.30	3,634.00
6/30/2022	Reshtick, Abraham	Review revisions to NOAT TMA.	0.40	560.00
6/30/2022	Fisher, David J.	Communications with Akin Gump and Brown Rudnick regarding IAC Pledge.	0.40	632.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
TOTAL			57.30	\$85,678.50

Kramer Levin



September 27, 2022

Ad Hoc Committee of Governmental and Other
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FOR PROFESSIONAL SERVICES rendered through July 31, 2022.

Fees	\$174,755.00
Disbursements and Other Charges	2,219.99
TOTAL BALANCE DUE	\$176,974.99

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas, New York, NY 10036
T 212.715.9100 F 212.715.8000



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MATTER SUMMARY

For professional services rendered through July 31, 2022 in connection with the following matters:

Matter	Matter Name	Fees	Disbs	Total
072952-00001	Asset Analysis and Recovery	\$0.00	\$2,219.99	\$2,219.99
072952-00003	Business Operations	9,945.00	0.00	9,945.00
072952-00004	Case Administration	48.00	0.00	48.00
072952-00006	Employment and Fee Applications	9,385.50	0.00	9,385.50
072952-00008	Litigation	2,111.50	0.00	2,111.50
072952-00009	Meetings and Communications with Ad-Hoc Committee & Creditors	22,445.50	0.00	22,445.50
072952-00011	Plan and Disclosure Statement	130,819.50	0.00	130,819.50
Subtotal		174,755.00	2,219.99	176,974.99
TOTAL CURRENT INVOICE				\$176,974.99



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Asset Analysis and Recovery

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Data Hosting Charges	\$2,100.69
Pacer Online Research	44.90
Transcript Fees	74.40
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$2,219.99



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Business Operations

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEEs
Blabey, David E.	Partner	1.40	\$1,701.00
Eckstein, Kenneth H.	Partner	1.40	2,359.00
Wagner, Jonathan M.	Partner	0.40	600.00
Taub, Jeffrey	Spec Counsel	0.80	956.00
Gange, Caroline	Associate	3.90	4,329.00
TOTAL FEES		7.90	\$9,945.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/15/2022	Taub, Jeffrey	Review emergence checklist (0.3), all hands call re same (0.5).	0.80	\$956.00
7/22/2022	Wagner, Jonathan M.	Review status report for Judge Lane.	0.40	600.00
7/25/2022	Blabey, David E.	Emails w/ K. Eckstein and C. Gange re talking points for initial conference with Judge Lane.	0.40	486.00
7/25/2022	Gange, Caroline	Prep for 7/26 hearing and draft notes re same (2.2); emails w/ K. Eckstein and D. Blabey re same (0.3).	2.50	2,775.00
7/26/2022	Blabey, David E.	Attend status conference before Judge Lane.	1.00	1,215.00
7/26/2022	Eckstein, Kenneth H.	Prep for (0.3) and attend status hearing with Judge Lane (1.1).	1.40	2,359.00



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Business Operations

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/26/2022	Gange, Caroline	Prep for (0.3) and attend status conference (1.1).	1.40	1,554.00
TOTAL			7.90	\$9,945.00



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Case Administration

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEEs
Kane, Wendy	Paralegal	0.10	\$48.00
TOTAL FEES		0.10	\$48.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/25/2022	Kane, Wendy	Register KL team for hearing on status report.	0.10	\$48.00
TOTAL			0.10	\$48.00



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Employment and Fee Applications

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEEs
Ringer, Rachael L.	Partner	0.30	\$394.50
Gange, Caroline	Associate	6.50	7,215.00
Kane, Wendy	Paralegal	3.70	1,776.00
TOTAL FEES		10.50	\$9,385.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/7/2022	Gange, Caroline	Review and revise AHC professionals fee statements for privilege/confidentiality and compliance with UST guidelines.	3.20	\$3,552.00
7/7/2022	Kane, Wendy	Prepare June fee statement and exhibits.	0.60	288.00
7/8/2022	Kane, Wendy	Review June fee statement for compliance with UST guidelines and local rules.	1.60	768.00
7/11/2022	Kane, Wendy	Further review June fee statement for compliance with UST guidelines and local rules (0.4).	0.40	192.00
7/12/2022	Kane, Wendy	File FTI and Otterbourg May fee statements; email C. Gange re KL fee statement and backup.	0.40	192.00
7/13/2022	Kane, Wendy	File Gilbert May fee statement (0.2).	0.20	96.00



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Employment and Fee Applications

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/15/2022	Ringer, Rachael L.	Coordinate with Gilbert re: fee reimbursement issue (0.3).	0.30	394.50
7/18/2022	Gange, Caroline	Review and revise June invoice for privilege/confidentiality and compliance with UST guidelines.	1.00	1,110.00
7/21/2022	Gange, Caroline	Edit and finalize May fee statement for filing (1.0); emails w/ R. Ringer re same (0.1).	1.10	1,221.00
7/21/2022	Kane, Wendy	Emails w/ KL team re fee statements (0.1); revise May fee statement and prepare same for filing (0.3); file same (0.1).	0.50	240.00
7/29/2022	Gange, Caroline	Review June invoice for privilege/confidentiality and compliance with UST guidelines.	1.20	1,332.00
TOTAL			10.50	\$9,385.50



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Litigation

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	0.30	\$364.50
Ringer, Rachael L.	Partner	0.40	526.00
Gange, Caroline	Associate	1.10	1,221.00
TOTAL FEES		1.80	\$2,111.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2022	Gange, Caroline	Call w/ Gilbert re insurance adversary proceeding issues (0.5); review memo re Second Circuit next steps (0.6).	1.10	\$1,221.00
7/12/2022	Ringer, Rachael L.	Correspondence with KL team re: litigation/insurance question (0.4).	0.40	526.00
7/29/2022	Blabey, David E.	Emails and discs w/ Debtors re tolling extension.	0.30	364.50
TOTAL			1.80	\$2,111.50



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Meetings and Communications with Ad-Hoc Committee & Creditors

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	2.70	\$3,280.50
Eckstein, Kenneth H.	Partner	7.60	12,806.00
Fisher, David J.	Partner	0.50	790.00
Ringer, Rachael L.	Partner	2.80	3,682.00
Gange, Caroline	Associate	1.70	1,887.00
TOTAL FEES		15.30	\$22,445.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/5/2022	Eckstein, Kenneth H.	Attend Working Group call (1.2).	1.20	\$2,022.00
7/6/2022	Fisher, David J.	Attend weekly Ad Hoc Committee meeting.	0.50	790.00
7/6/2022	Ringer, Rachael L.	Attend AHC call (0.5).	0.50	657.50
7/6/2022	Blabey, David E.	Prepare talking points on next steps memo for AHC call (0.8); attend AHC call (0.5).	1.30	1,579.50
7/6/2022	Eckstein, Kenneth H.	Prepare for (0.3) and attend AHC call re next steps memo (0.5).	0.80	1,348.00
7/6/2022	Gange, Caroline	Attend weekly AHC call.	0.50	555.00
7/7/2022	Eckstein, Kenneth H.	Attend Working Group call.	0.50	842.50
7/7/2022	Gange, Caroline	Emails w/ AHC re fees.	0.20	222.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/12/2022	Blabey, David E.	Attend portion of working group call.	0.10	121.50
7/12/2022	Eckstein, Kenneth H.	Attend Working Group call (0.8).	0.80	1,348.00
7/19/2022	Eckstein, Kenneth H.	Attend Working Group call re case issues and appeal issues (1.3).	1.30	2,190.50
7/20/2022	Blabey, David E.	Call with working group re appellate next steps.	1.00	1,215.00
7/20/2022	Ringer, Rachael L.	Call with working group and 15 re: next steps on plan (1.0), prep for same (0.3).	1.30	1,709.50
7/20/2022	Eckstein, Kenneth H.	Attend call with Working Group and Group of 15 to discuss appeal and options memo and case issues (1.0).	1.00	1,685.00
7/21/2022	Eckstein, Kenneth H.	Attend working group call (1.0).	1.00	1,685.00
7/21/2022	Gange, Caroline	Review case status report and circulate same to AHC.	0.50	555.00
7/26/2022	Blabey, David E.	Attend portion of working group call.	0.30	364.50
7/26/2022	Eckstein, Kenneth H.	Attend working group call (1.0).	1.00	1,685.00
7/26/2022	Ringer, Rachael L.	Attend working group call (1.0).	1.00	1,315.00
7/26/2022	Gange, Caroline	Draft email to AHC re status conference.	0.50	555.00
TOTAL			15.30	\$22,445.50



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Plan and Disclosure Statement

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	4.40	\$5,346.00
Eckstein, Kenneth H.	Partner	21.50	36,227.50
Fisher, David J.	Partner	11.50	18,170.00
Reshtick, Abraham	Partner	0.30	420.00
Ringer, Rachael L.	Partner	1.40	1,841.00
Rosenbaum, Jordan M.	Partner	3.20	4,480.00
Gange, Caroline	Associate	57.70	64,047.00
Kane, Wendy	Paralegal	0.60	288.00
TOTAL FEES		100.60	\$130,819.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/1/2022	Fisher, David J.	Review emails and issues regarding Pledge, Settlement Agreement and CTA (0.4); communications with Akin Gump and Brown Rudnick regarding same (0.3).	0.70	\$1,106.00
7/5/2022	Fisher, David J.	Review closing checklist for Settlement Agreement and Collateral; communications with Brown Rudnick and Akin Gump.	0.50	790.00
7/5/2022	Blabey, David E.	Finalize next steps memo and send to clients.	0.90	1,093.50



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2022	Rosenbaum, Jordan M.	Call with Akin and BR re plan issues.	0.30	420.00
7/6/2022	Eckstein, Kenneth H.	Meet with E. Neiger re plan, appeal and case issues (1.0); discuss next steps on plan with C. Gange (0.7).	1.70	2,864.50
7/6/2022	Fisher, David J.	Conference call with Akin Gump and Brown Rudnick regarding CTA, Settlement Agreement issues and questions on mark up.	1.30	2,054.00
7/6/2022	Gange, Caroline	Discuss next steps on plan w/ K. Eckstein (0.7); legal research re same (2.5); review plan provisions re same (2.1).	5.30	5,883.00
7/7/2022	Eckstein, Kenneth H.	Review timeline/next steps memo (0.5); call with R. Ringer re case issues re same (0.5).	1.00	1,685.00
7/7/2022	Reshtick, Abraham	Participate in call with tax professionals concerning next steps.	0.30	420.00
7/7/2022	Gange, Caroline	Legal research re plan issues (2.3); draft email to K. Eckstein re same (0.7); edit powerpoint re same (0.7).	3.70	4,107.00
7/8/2022	Fisher, David J.	Communications with Davis Polk regarding issues and settlement documents.	0.40	632.00
7/8/2022	Eckstein, Kenneth H.	Calls w/ KL team re next steps memo, plan issues (1.2).	1.20	2,022.00
7/8/2022	Gange, Caroline	Legal research re plan issues (5.3); prepare summaries of same (0.4); further edits to presentation re same (1.6).	7.30	8,103.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/8/2022	Kane, Wendy	Pull precedent confirmation hearing transcripts and email C. Gange re same.	0.40	192.00
7/11/2022	Fisher, David J.	Review issues regarding CTA, Settlement Agreement and collateral matters (1.1); communications with Akin Gump and Davis Polk regarding same (0.3).	1.40	2,212.00
7/11/2022	Gange, Caroline	Legal research re next steps on plan (2.9); draft memo re same (1.8) edit presentation re same (4.1).	8.80	9,768.00
7/12/2022	Fisher, David J.	Communications with Davis Polk and Akin Gump regarding issues on Settlement Agreement and CTA.	1.20	1,896.00
7/12/2022	Eckstein, Kenneth H.	Calls w/ KL team re plan issues (1.2); outline issues re same and review presentation (1.2).	2.40	4,044.00
7/12/2022	Gange, Caroline	Legal research re next steps on plan (1.9); finalize presentation re same (2.0).	3.90	4,329.00
7/13/2022	Rosenbaum, Jordan M.	Call with BR and Akin re plan issues.	0.50	700.00
7/13/2022	Fisher, David J.	Review open items in CTA (0.6); discuss same on conference call with Akin Gump and Brown Rudnick (0.4); follow up internally on issues; phone call with Davis Polk regarding status and issues (0.4).	1.40	2,212.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/13/2022	Eckstein, Kenneth H.	Call with C. Shore, E. Neiger re next steps (1.0); c/w C. Gange re outline of plan issues and power point (0.4); c/w R. Ringer re same (0.4); review issues re next steps memo (0.5); outline plan issues (1.4).	3.70	6,234.50
7/13/2022	Gange, Caroline	Draft memo re next steps on plan (5.5); research re same (1.1); edit draft re same (0.7); discuss same w/ K. Eckstein (0.2).	7.50	8,325.00
7/13/2022	Kane, Wendy	Pull plan precedent and email C. Gange re same.	0.20	96.00
7/14/2022	Fisher, David J.	Review CTA comments, open issues and suggested resolution (0.5); multiple communications with Brown Rudnick and Akin Gump regarding same (0.4); communications with K. Eckstein and R. Ringer regarding same (0.7).	1.60	2,528.00
7/14/2022	Eckstein, Kenneth H.	Review memo re plan issues (0.8); call with R. Ringer, D. Blabey, C. Gange re plan issues (0.8); review materials re same (1.1).	2.70	4,549.50
7/14/2022	Blabey, David E.	Call with K. Eckstein, R. Ringer and C. Gange re plan memo.	0.70	850.50
7/14/2022	Gange, Caroline	Edit draft presentation on next steps on plan (4.2); legal research re same (1.9); call w/ K. Eckstein, R. Ringer and D. Blabey re same (0.8); revise per same (0.2).	7.10	7,881.00
7/15/2022	Rosenbaum, Jordan M.	Call with Debtor and DPW re plan documents.	0.60	840.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/15/2022	Fisher, David J.	Review CTA proposals on issues (1.0); communications with FTI regarding same (0.2); communications with Akin Gump and Brown Rudnick re same (0.1).	1.30	2,054.00
7/15/2022	Gange, Caroline	Edit memo re next steps on plan re K. Eckstein comments (3.5); review distributor agreements re same (1.2); legal research re same (0.7).	5.40	5,994.00
7/18/2022	Blabey, David E.	Edit memo on alternative plan structure.	2.80	3,402.00
7/18/2022	Fisher, David J.	Review CTA comments and comments from Akin Gump and Brown Rudnick; communications with Akin Gump regarding same.	0.50	790.00
7/18/2022	Eckstein, Kenneth H.	Review issues outline and comment (1.3).	1.30	2,190.50
7/18/2022	Gange, Caroline	Edit presentation re plan per D. Blabey comments (0.2); review related issues and draft email to K. Eckstein, D. Blabey, and R. Ringer re same (4.2).	4.40	4,884.00
7/19/2022	Rosenbaum, Jordan M.	Call with DP, Milbank, DPW, Akin and BR re plan documents (0.7). call with Akin and BR re same (0.2).	0.90	1,260.00
7/19/2022	Eckstein, Kenneth H.	Call with R. Ringer, C. Gange re Plan presentation (0.8); draft memo re same (2.4).	3.20	5,392.00
7/19/2022	Gange, Caroline	Discuss plan presentation with K. Eckstein (0.2); update presentation re same (1.2); legal research re same (2.9).	4.30	4,773.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/20/2022	Eckstein, Kenneth H.	Continue to review and edit Plan presentation (1.0).	1.00	1,685.00
7/21/2022	Eckstein, Kenneth H.	Edit plan presentation (1.6).	1.60	2,696.00
7/22/2022	Fisher, David J.	Communications with DPW re issues re CTA with SOAF; review same.	0.40	632.00
7/26/2022	Rosenbaum, Jordan M.	Review plan documents.	0.90	1,260.00
7/26/2022	Fisher, David J.	Communications with Davis Polk and Akin Gump regarding CT comments; communications from Provence and Debevoise regarding updates.	0.80	1,264.00
7/26/2022	Eckstein, Kenneth H.	Call with S. Gilbert, S. Burian re plan issues (1.3); call with A. Preis re same (0.4).	1.70	2,864.50
7/26/2022	Ringer, Rachael L.	Call with S. Gilbert, S. Burian re plan issues (1.3), review emails re: same (0.1).	1.40	1,841.00
TOTAL			100.60	\$130,819.50

Kramer Levin



October 17, 2022

Ad Hoc Committee of Governmental and Other
Contingent
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FOR PROFESSIONAL SERVICES rendered through August 31, 2022.

Fees	\$138,650.50
Disbursements and Other Charges	2,485.43
TOTAL BALANCE DUE	\$141,135.93

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas, New York, NY 10036
T 212.715.9100 F 212.715.8000



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MATTER SUMMARY

For professional services rendered through August 31, 2022 in connection with the following matters:

Matter	Matter Name	Fees	Disbs	Total
072952-00001	Asset Analysis and Recovery	\$0.00	\$2,485.43	\$2,485.43
072952-00003	Business Operations	5,278.00	0.00	5,278.00
072952-00004	Case Administration	96.00	0.00	96.00
072952-00006	Employment and Fee Applications	5,307.00	0.00	5,307.00
072952-00008	Litigation	1,673.00	0.00	1,673.00
072952-00009	Meetings and Communications with Ad-Hoc Committee & Creditors	30,012.00	0.00	30,012.00
072952-00011	Plan and Disclosure Statement	96,284.50	0.00	96,284.50
Subtotal		138,650.50	2,485.43	141,135.93
TOTAL CURRENT INVOICE				\$141,135.93



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Business Operations

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	0.20	\$243.00
Eckstein, Kenneth H.	Partner	2.00	3,370.00
Gange, Caroline	Associate	1.50	1,665.00
TOTAL FEES		3.70	\$5,278.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/17/2022	Blabey, David E.	Attend portion of Purdue omnibus hearing.	0.20	\$243.00
8/17/2022	Eckstein, Kenneth H.	Prep for (0.5) and attend court hearing before Judge Lane (1.5).	2.00	3,370.00
8/17/2022	Gange, Caroline	Attend hearing re PI and other pro se matters.	1.50	1,665.00
TOTAL			3.70	\$5,278.00



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Case Administration

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEEs
Kane, Wendy	Paralegal	0.20	\$96.00
TOTAL FEES		0.20	\$96.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/10/2022	Kane, Wendy	Review docket and update case calendar.	0.20	\$96.00
TOTAL			0.20	\$96.00



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Employment and Fee Applications

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Gange, Caroline	Associate	3.70	\$4,107.00
Kane, Wendy	Paralegal	2.50	1,200.00
TOTAL FEES		6.20	\$5,307.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/4/2022	Gange, Caroline	Review AHC professional invoices and coordinate filing re same.	1.00	\$1,110.00
8/8/2022	Gange, Caroline	Review AHC professional fee apps and coordinate filing re same.	0.30	333.00
8/8/2022	Kane, Wendy	File FTI June fee statement.	0.20	96.00
8/10/2022	Gange, Caroline	Review and edit July fee statement for privilege/confidentiality and compliance with UST guidelines.	1.00	1,110.00
8/10/2022	Kane, Wendy	Review July fee statement for compliance with UST guidelines and local rules.	0.50	240.00
8/15/2022	Kane, Wendy	Prepare June fee statement.	0.70	336.00
8/17/2022	Kane, Wendy	Revise June fee statement and email C. Gange re same.	0.30	144.00



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Employment and Fee Applications

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/24/2022	Gange, Caroline	Review and finalize fee applications for privilege/confidentiality and compliance with UST guidelines.	1.10	1,221.00
8/24/2022	Kane, Wendy	File Gilbert June fee statement.	0.20	96.00
8/25/2022	Gange, Caroline	Review AHC professionals for privilege/confidentiality and compliance with UST guidelines.	0.30	333.00
8/31/2022	Kane, Wendy	Emails w/ AHC professionals re final July fee statements (0.2) and file same (0.4).	0.60	288.00
TOTAL			6.20	\$5,307.00



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Litigation

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEEs
Shifer, Joseph A.	Spec Counsel	1.40	\$1,673.00
TOTAL FEES		1.40	\$1,673.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/4/2022	Shifer, Joseph A.	Email D. Blabey re stip. (0.1); draft same (1.1); emails with DPW, Akin and KE re same (0.2).	1.40	\$1,673.00
TOTAL			1.40	\$1,673.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	2.90	\$3,523.50
Eckstein, Kenneth H.	Partner	9.70	16,344.50
Ringer, Rachael L.	Partner	4.00	5,260.00
Gange, Caroline	Associate	4.40	4,884.00
TOTAL FEES		21.00	\$30,012.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/10/2022	Eckstein, Kenneth H.	Attend Working Group call (1.0).	1.00	\$1,685.00
8/16/2022	Eckstein, Kenneth H.	Attend Working Group call re case status and next steps (1.5).	1.50	2,527.50
8/17/2022	Gange, Caroline	Draft AHC update email re hearing, financial updates.	0.30	333.00
8/18/2022	Eckstein, Kenneth H.	Attend meeting with Working Group to review strategy and next steps on case (1.5); prep for same (0.8).	2.30	3,875.50
8/18/2022	Blabey, David E.	Attend call with working group re strategy next steps on case.	1.30	1,579.50
8/18/2022	Ringer, Rachael L.	Prep for (0.5) and attend strategy meeting with working group (1.5).	2.00	2,630.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/18/2022	Gange, Caroline	Attend call with working group re strategy and next steps (1.5); legal research and prep for same (2.6).	4.10	4,551.00
8/23/2022	Eckstein, Kenneth H.	Attend Working Group call (0.8).	0.80	1,348.00
8/25/2022	Eckstein, Kenneth H.	Attend Working Group call (0.8); call with S. Gilbert re follow up re same (0.7).	1.50	2,527.50
8/30/2022	Eckstein, Kenneth H.	Attend Working Group call (1.0).	1.00	1,685.00
8/31/2022	Ringer, Rachael L.	Attend working group meeting re: next (1.6), prepare for same, review emails with K. Eckstein/S. Gilbert re: same (0.4).	2.00	2,630.00
8/31/2022	Blabey, David E.	Attend call with working group regarding next step issues.	1.60	1,944.00
8/31/2022	Eckstein, Kenneth H.	Attend Call with Working Group re next step issues (1.6).	1.60	2,696.00
TOTAL			21.00	\$30,012.00



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Plan and Disclosure Statement

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Blabey, David E.	Partner	2.80	\$3,402.00
Eckstein, Kenneth H.	Partner	29.50	49,707.50
Fisher, David J.	Partner	6.70	10,586.00
Reshtick, Abraham	Partner	2.00	2,800.00
Ringer, Rachael L.	Partner	3.40	4,471.00
Rosenbaum, Jordan M.	Partner	2.60	3,640.00
Gange, Caroline	Associate	18.40	20,424.00
Khvatskaya, Mariya	Associate	1.10	1,254.00
TOTAL FEES		66.50	\$96,284.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/1/2022	Eckstein, Kenneth H.	Call with A. Preis re plan and case options (1.3).	1.30	\$2,190.50
8/2/2022	Rosenbaum, Jordan M.	Call with D. Fisher, Akin, and Brown Rudnick re mark up of CTA.	1.00	1,400.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/2/2022	Fisher, David J.	Review draft mark up of Side B IAC DACA (0.4); review Sackler mark up of CTA (0.6); conference call with Akin Gump, Brown Rudnick and J. Rosenbaum to discuss same (1.0) review and comment on email request from FTI regarding update to financials (0.3).	2.30	3,634.00
8/2/2022	Reshtick, Abraham	Review and analyze draft TMA and related trust agreements (1.0); participate in tax professionals call concerning TMA (1.0).	2.00	2,800.00
8/2/2022	Khvatskaya, Mariya	Prep for (0.1) and attend call with DPW, Brown Rudnick and Akin re: additional TMAs (1.0).	1.10	1,254.00
8/3/2022	Fisher, David J.	Review emails from FTI and follow up regarding financials; communications with M. Diaz and B. Bromberg re same.	0.40	632.00
8/9/2022	Eckstein, Kenneth H.	Call with A. Preis re case and plan issues (0.7); call with S. Gilbert re same (0.4); call with R. Ringer re same (0.4).	1.50	2,527.50
8/10/2022	Eckstein, Kenneth H.	Call with R. Ringer re plan issues (0.4); discuss same w/ KL team (0.6); review and comment on proposed outline (0.5).	1.50	2,527.50
8/11/2022	Blabey, David E.	Calls and emails w/ KL team re plan issues.	0.30	364.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/12/2022	Eckstein, Kenneth H.	Call with M. Huebner, E. Vonnegut, S. Burian, S. Gilbert re plan issues (1.0); review plan terms re same and comment (1.2); calls w/ KL team re same (0.8).	3.00	5,055.00
8/12/2022	Gange, Caroline	Review plan terms.	1.20	1,332.00
8/15/2022	Eckstein, Kenneth H.	Call with D. Blabey, R. Ringer, C. Gange, re prep for meeting with clients re plan issues (1.0); review and edit talking points (0.8); review plan terms (0.8); call with R. Ringer re same (0.3).	2.90	4,886.50
8/15/2022	Ringer, Rachael L.	Call with KL team re plan issues (1.0), catch-up call with K. Eckstein re: same (0.3).	1.30	1,709.50
8/15/2022	Blabey, David E.	Call with KL team re plan issues (1.0); review and comment on talking points re same (0.4).	1.40	1,701.00
8/15/2022	Gange, Caroline	Call w/ K. Eckstein, R. Ringer, D. Blabey re plan issues (1.0); review outline re same (0.3); draft further talking points re same (2.1); legal research related to same (1.5); emails w/ Houlihan re NOAT (0.2).	5.10	5,661.00
8/16/2022	Eckstein, Kenneth H.	Call with R. Ringer, D. Blabey, C. Gange re agenda and talking points for call issuers plan issues (0.7); review materials re legal research re same. (1.7); email R. Ringer re follow up (0.2); review revised agenda (1.0), follow up call with D. Blabey re plan issues (0.2).	3.80	6,403.00
8/16/2022	Rosenbaum, Jordan M.	Call with DPW re plan issues.	0.30	420.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/16/2022	Fisher, David J.	Prepare for weekly conference call with creditors and Sackler representatives; participate on conference call; communications with Akin Gump and Brown Rudnick regarding same.	0.50	790.00
8/16/2022	Ringer, Rachael L.	Call with K. Eckstein and KL team re: plan issues (0.6).	0.60	789.00
8/16/2022	Blabey, David E.	Call with K. Eckstein, R. Ringer, C. Gange re next steps on plan memo (0.7); discs with K. Eckstein re same (0.2).	0.90	1,093.50
8/16/2022	Gange, Caroline	Legal research re plan related issues (3.3); draft multiple emails re same (0.6); call w/ K. Eckstein, R. Ringer, and D. Blabey re same (0.7); review proposed outline for client call (0.2); draft outline of payment scheduled (0.5); review issues re distributor settlement (0.4).	5.70	6,327.00
8/17/2022	Ringer, Rachael L.	Review/revise agenda re: plan issues (0.4), call with S. Gilbert, K. Eckstein, and C. Gange re: plan issues (0.8), further revise agenda and send same to clients (0.3).	1.50	1,972.50
8/17/2022	Eckstein, Kenneth H.	Call with S. Gilbert, R. Ringer, C. Gange re plan related issues, agenda (0.8); review agenda and talking points, prep for client call (1.6).	2.40	4,044.00
8/17/2022	Blabey, David E.	Emails with R. Ringer plan and next steps memo.	0.20	243.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/17/2022	Gange, Caroline	Prep for client meeting re plan issues (3.4); review settlements re same (0.8); attend prep call w/ K. Eckstein, S. Gilbert, R. Ringer re same (0.8); draft talking points and related outlines for client call (1.4).	6.40	7,104.00
8/19/2022	Eckstein, Kenneth H.	Call with S. Gilbert re plan issues (0.4); call with E. Vonnegut to follow up on plan and next step issues (0.7); correspond re issues and follow up (0.4).	1.50	2,527.50
8/22/2022	Eckstein, Kenneth H.	Call with A. Preis re plan and next steps issues (0.4); correspond with R. Ringer re same (0.3); correspond with S. Gilbert and with clients re case issues (0.8).	1.50	2,527.50
8/22/2022	Fisher, David J.	Communications with Davis Polk and Debevoise regarding mark ups (0.2); review CTA from Debevoise (0.4); compare prior drafts and comments from creditors (0.2).	0.80	1,264.00
8/23/2022	Eckstein, Kenneth H.	Calls w/ AHC professionals re plan issues (0.7).	0.70	1,179.50
8/23/2022	Fisher, David J.	Preliminary review of Sackler mark up to CTA.	0.70	1,106.00
8/24/2022	Eckstein, Kenneth H.	Review plan terms (1.0); call with S. Gilbert re plan issues (0.6).	1.60	2,696.00
8/25/2022	Eckstein, Kenneth H.	Call with E. Vonnegut re plan issues (0.4), correspond with A. Preis re same (0.4).	0.80	1,348.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
8/26/2022	Eckstein, Kenneth H.	Call with S. Gilbert re follow up on plan issues (0.4); call with E. Vonnegut re same (0.8).	1.20	2,022.00
8/29/2022	Fisher, David J.	Communications with Debevoise and Davis Polk regarding IAC and CTA.	0.40	632.00
8/29/2022	Eckstein, Kenneth H.	Call with E. Neiger, C. Shore re case issues (0.8); follow up emails w/ KL team re same (0.7).	1.50	2,527.50
8/30/2022	Eckstein, Kenneth H.	Review plan issues list (1.0); call with S. Gilbert re same (0.6).	1.60	2,696.00
8/31/2022	Rosenbaum, Jordan M.	Call with Akin and Brown Rudnick re Sackler comments.	1.30	1,820.00
8/31/2022	Eckstein, Kenneth H.	Prepare plan issues list memo (1.9); correspond with S. Gilbert, E. Vonnegut, A. Preis re same (0.8).	2.70	4,549.50
8/31/2022	Fisher, David J.	Review mark up of CTA in preparation of call (0.2); conference call with KLNf, Brown Rudnick and Akin Gump to discuss Sackler comments (1.3); communications with Davis Polk regarding various provisions and follow up (0.1).	1.60	2,528.00
TOTAL			66.50	\$96,284.50

Exhibit H

Budget and Staffing Plan

BUDGET

May 1, 2022 – August 31, 2022

	PROJECT CATEGORY	HOURS BUDGETED	FEES BUDGETED	ACTUAL HOURS BILLED	ACTUAL FEES SOUGHT
00001	Asset Analysis and Recovery	100	\$100,000		
00003	Business Operations	300	\$300,000	43.20	62,004.50
00004	Case Administration	100	\$100,000	0.50	240.00
00006	Employment and Fee Applications	100	\$100,000	38.30	30,544.00
0007	Emergency Financing			1.10	1,853.50
00008	Litigation	650	\$650,000	61.70	79,015.00
00009	Meetings and Communications with Ad-Hoc Committee & Creditors	500	\$500,000	59.40	85,426.50
00010	Non-Working Travel	0.00	\$0.00	0.00	0.00
00011	Plan and Disclosure Statement	3000	\$3,000,000	242.20	339,992.50
	TOTAL	5000	\$5,000,000.00	446.40	\$599,076.00

STAFFING PLAN

Category of Timekeeper	Range of Hourly Rate
Partner	\$1,200 - \$1,685
Counsel/Special Counsel	\$1,100 - \$1,660
Associate/Law Clerk	\$675 - \$1,195
Paralegal	\$340 - \$520

EXHIBIT I

Blended Hourly Rate Summary

**CUSTOMARY AND COMPARABLE COMPENSATION
DISCLOSURES FOR THE NINTH INTERIM FEE PERIOD**

TITLE	Non-Bankruptcy Blended Hourly Rate (\$) – FY21 (New York Office Only)	Committee Blended Hourly Rate in Application (\$)
Partner	\$1,269	\$1,527
Counsel	\$1,190	\$0
Special Counsel	\$1,056	\$1,195
Associate/Law Clerk	\$875	\$1,087
Paralegal	\$404	\$480
Aggregate Blended Rate	\$975	\$1,342